

Received for Record Dec. 17, 1974 at 11:42Am DEC 17-74 A# 1 460 *****4.75
Liber 24

ARTICLES OF INCORPORATION

OF

OAK RIDGE TOWNE HOME OWNERS ASSOCIATION INC.

THIS IS TO CERTIFY:

That I, William H. Harris, Jr., whose post office address is 14012 Northwyn Drive, Silver Spring, Maryland 20904, being at least twenty-one (21) years of age, do hereby declare myself as incorporator with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland, and for such purposes do hereby make, execute and adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is Oak Ridge Towne Home Owners Association Inc., hereinafter called the "Association".

ARTICLE II

The period of existence and duration of the life of the Association shall be perpetual.

ARTICLE III

The principal office for the transaction of business of this Association shall be initially located in Washington County, Maryland at 104 Hickory Lane, Hagerstown, Maryland 21740. Martin A. Felker shall be designated as the statutory resident agent of the Association; said resident agent is a citizen and actual resident of the State of Maryland, residing at 106 Hickory Lane, Hagerstown, Maryland, 21740.

ARTICLE IVPURPOSE AND POWERS OF THE ASSOCIATION

The Association shall be without capital stock and will not be operated for profit. The Association does not contemplate the distribution of gains, profits or dividends to any of its members. The members of the Association shall not be personally liable for the debts, liabilities or obligations of the Association. The specific purposes for which the Association is formed are to provide for maintenance, preservation and architectural control of the residence Lots and Common Area within that certain tract of property (hereinafter referred to as the "Property ") and described as: Oak Ridge Towne, Section II, as per plot of subdivision thereof recorded in the land records of Washington County, Maryland and to promote the health, safety and welfare of the residents within the above-described Property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose:

(a) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the Property and recorded or to be recorded among the land records of Washington County, Maryland, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) To fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office

and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) To acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) To borrow money, and with the assent of two-thirds (2/3) of each class of members mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) To dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) To participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

(g) Insofar as permitted by law, to do any other thing that, in the judgment of the Board of Directors, will promote the business of the Association or the common benefit of its members.

The foregoing enumeration of specific powers shall not be deemed to limit or restrict in any manner the general powers of the Association, and the enjoyment of the exercise thereof, as conferred

by the General Laws of the State of Maryland.

ARTICLE V
MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot in the Property which is subject by the Declaration to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

ARTICLE VI
VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners of Lots, with the exception of Oak Ridge Towne, a Maryland Partnership, and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B member(s) shall be Oak Ridge Towne, a Maryland partnership, and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

(a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or

(b) on December 31, 1978.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of five (5) Directors, who need not be members of the Association. The number of directors may be changed by amendment of the By Laws of the Association. The names and post office addresses of the persons who are to act in the capacity of directors until their successors are duly chosen and qualified are:

Bruce D. Lyons
6 Eldwick Court
Potomac, Maryland 20854

Anita Lyons
6 Eldwick Court
Potomac, Maryland 20854

Robert Holland
6020 Broad Street
Brookmont, Maryland

Edwin B. Feldman
7711 Arrowood Court
Bethesda, Maryland

Edward L. Felber
9715 Admiralty Drive
Silver Spring, Maryland 20910

At the first annual meeting the members shall elect two directors for a term of one year, two directors for a term of two years and one director for a term of three years; and, as the terms of such directors expire, new directors shall be elected for terms of three years.

ARTICLE VIII

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class

of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE IX

AMENDMENTS

Amendment of these Articles shall require the assent of 75 percent (75%) of the entire membership.

ARTICLE X

FHA/VA APPROVAL

As long as there is both a Class B membership and any first mortgage or deed of trust encumbering any Lot in the Property is insured or guaranteed or held by the Federal Housing Administration or the Veterans Administration, then the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 11th day of September, 1974.

William H. Harris, Jr. (Seal)
William H. Harris, Jr.

WASHINGTON,)
DISTRICT OF COLUMBIA) SS:

BE IT REMEMBERED, that on this _____ day of September, 1974, personally appeared before me, a Notary Public in and for the jurisdiction aforesaid, William H. Harris, Jr., party to the foregoing Articles of Incorporation, known personally to me as such, and I having first made known to him, the content of said Articles of Incorporation, he did acknowledge that he signed, sealed and delivered the same as his voluntary act and deed, and he acknowledged the facts stated to be true as set forth.

GIVEN under my hand and seal this 11th day of September, 1974.

Barbara M Franklin
Barbara M. Franklin
[Print Name] Notary Public, D.C.



My commission expires May 14, 1978.

ARTICLES OF INCORPORATION
OF
OAK RIDGE TOWNE HOME OWNERS ASSOCIATION INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 30, 1974 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 35226

1941

Recorded in Liber 2109 folio 106 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.

William J. Simmons

4.75



PAID
Rec. Fee \$ 4.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

DEC 17 11 42 AM '74
LIBER 2109 FOLIO 106
LAND Incorporation
VAUGHN J. BAKER, CLERK

ARTICLES OF TRANSFER

Received for Record Dec. 17 1974 at 11:42 AM LIBER 24

Between

INVESTCO CORPORATION

and

INGRAM'S MEN'S SHOP, INC.,

A Maryland Corporation

THIS IS TO CERTIFY:

FIRST:

INVESTCO CORPORATION, (hereinafter called "Transferor"), hereby transfers, in the manner hereinafter set forth in Article "EIGHTH", all of its property and assets unto INGRAM'S MEN'S SHOP, INC., a Maryland Corporation, (hereinafter called "Transferee").

SECOND:

The name and post office address of the principal place of business of the Transferee is

Ingram's Men's Shop, Inc.
36 North Jonathan Street
Hagerstown, Maryland 21740

THIRD:

The name and State of Incorporation of each Corporation party to these Articles is as follows:

The Transferor is INVESTCO CORPORATION, a body corporate created under the laws of Maryland.

The Transferee is INGRAM'S MEN'S SHOP, INC., a body corporate created under the laws of Maryland.

FOURTH:

The consideration to be paid for this transfer is \$225,000.00 to be comprised of 15,000 shares of the preferred stock of Ingram's Men's Shop, Inc. at a par value of \$10.00 per share and \$75,000.00 represented and secured by a promissory note providing for payments over a seven (7) year period.

FIFTH:

The principal place of business of the Transferor and Transferee is located in Washington County, Maryland. Neither

72. HV 27 6 130

Corporation presently owns real estate, the title to which could be affected by the recording of an instrument among the Land Records.

SIXTH:

These Articles were duly advised by the Board of Directors and approved by the Shareholders of the Transferor in the manner and by vote required by the provisions of Article 23 of the Annotated Code of Maryland (1957 Edition) and as thereafter amended and by the Charter and By-Laws of said Corporation.

SEVENTH:

These Articles were duly advised, authorized and approved in the manner and by the vote required of the Board of Directors and Shareholders of the Transferee in accordance with the provisions of Article 23 of the Annotated Code of Maryland (1957 Edition) and as thereafter amended and by the Charter and By-Laws of said Corporation.

EIGHTH:

The Transferor and Transferee covenant and agree that the transfer of assets herein has been in complete compliance with the provisions for bulk transfers in the State of Maryland, Article 95B of the Annotated Code of Maryland, (1957 Edition) and amendments thereto.

IN WITNESS WHEREOF, as of the 1st day of July, A.D., 1973, INVESTCO CORPORATION has caused these presents to be executed on its behalf by its President or a Vice-President and its Corporate Seal to be affixed hereto and attested by its Secretary and INGRAM'S MEN'S SHOP, INC. has caused these presents to be executed on its behalf by its President or a Vice-President and its Corporate Seal to be affixed hereto and attested by its Secretary.



INVESTCO CORPORATION

Attest:

Terrence S. Fearnan

By J. Frank Fearnan (SEAL)

INGRAM'S MEN'S SHOP, INC.

Attest:

Linda B. Fearnan

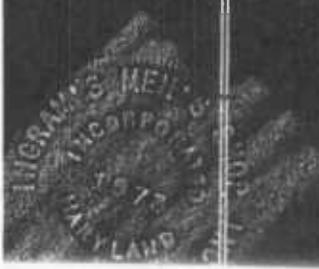
By Gary V. Fearnan (SEAL)

STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:

I HEREBY CERTIFY, that on this 1st day of July, A.D., 1973, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared J. Frank Fearnow, President and Terrace S. Fearnow, Secretary respectively of Investco Corporation and acknowledged the foregoing Articles of Transfer to be the Corporate Act of said Corporation and made oath in due form of law that the matters and facts set forth therein are true to the best of their knowledge, information and belief and at the same time did appear Gary V. Fearnow and Linda B. Fearnow, President and Secretary respectively of Ingram's Men's Shop, Inc. and acknowledged the foregoing Articles of Transfer to be the Corporate Act of said Corporation and made oath in due form of law that the matters and facts therein set forth to be true to the best of their information, knowledge and belief.

WITNESS my hand and official Notarial Seal.

Paul A. Kandler
Notary Public



ARTICLES OF TRANSFER

BETWEEN

INVESTCO CORPORATION (MD. CORP.)-TRANSFEROR

AND

INGRAM'S MEN'S SHOP, INC. (MD. CORP.)-TRANSFeree

approved and received for record by the State Department of Assessments and Taxation of Maryland October 4, 1974 at 8:30 o'clock A.M. as in conformity with law and ordered recorded.

A 35341

Recorded in Liber 2111, folio 56 one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

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

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.

William J. ...



PAID

Rec. Fee \$3.75
Rec. Tax \$
Trans. Tax \$
TOTAL ... \$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

DEC 17 11 42 AM '74
LIBER 2111 FOLIO 56
LAND INGRAM'S MEN'S SHOP, INC.

Received for Record Dec. 17, 1974
at 11:42 AM LIBER 24

ARTICLES OF SALE

LANELL CORPORATION, a corporation of the State of Maryland, having its principal office in such state at North Avenue and Rose Street, Baltimore, Maryland 21213 (hereinafter called the "Transferor"), and the Transferee, hereinafter named, do HEREBY CERTIFY to the Department of Assessments and Taxation of Maryland that:

FIRST: The Transferor hereby agrees to and does sell, grant, convey, assign and quitclaim unto BEARINGS & TRANSMISSION, INC~~ORPORATED~~; a corporation of the State of Maryland, having its principal office in such state at 2111 Pennsylvania Avenue, Hagerstown, Maryland 21740 (hereinafter called the "Transferee"), its successors and assigns in fee simple forever, its right, interest, title and claim to the lot of ground and premises, situate and lying in the City of Baltimore, State of Maryland, known as 1620 N. Ellwood Avenue, described in Exhibit A hereto, together with the buildings and improvements thereupon, and the rights, alleys, ways, waters, easements, privileges, appurtenances, and advantages thereunto belonging (hereinafter called the "Property"); to have and to hold the same unto and to the use of said Transferee, its successors and assigns, in fee simple forever; the Property being all or substantially all of the property and assets of the Transferor.

SECOND: The name and post office address of the principal place of business of the Transferee are as follows:

Bearings & Transmission, Inc~~ORPORATED~~
2111 Pennsylvania Avenue
Hagerstown, Maryland 21740

THIRD: The names and state of incorporation of the Transferor and Transferee are as hereinabove set forth.

FOURTH: The consideration (subject to adjustment as provided in the Contract of Sale between the Transferor and the Transferee dated July 25, 1974) to be paid by the Transferee to the Transferor for the Property hereunder is One hundred fifteen thousand Dollars (\$115,000.00) in cash.

FIFTH: The principal office of the Transferor is located in the City of Baltimore, State of Maryland, and it owns property, the title to which could be affected by the recording of an instrument among the Land Records, only in the City of Baltimore, State of Maryland. The principal office of the Transferee is located in Washington County, State of Maryland.

SIXTH: These Articles were duly advised by the Board of Directors and approved by the stockholders of the Transferor in the manner and by the vote required by the laws of the State of Maryland and by the Transferor's charter; said actions having been duly taken pursuant to a unanimous written consent of the Board of Directors pursuant to the requirements of Section 58 of Article 23 of the Annotated Code of Maryland (1957 Edition, 1970 Replacement Volume) and by unanimous consent of the stockholders of Transferor pursuant to Section 47 of said Article 23.

SEVENTH: The transfer effected by these Articles was duly advised, authorized, and approved in the manner and by the vote required by the Charter of the Transferee and by the laws of the State of Maryland.

EIGHTH: The parties hereto agree to execute and acknowledge in triplicate a confirmatory deed, in recordable form, confirming the transfer of the Property effected hereby.

NINTH: The Transferor hereby covenants that it has not done or suffered to be done any act, matter or thing what-

soever, to encumber the Property hereby conveyed; that it will warrant specially the Property hereby granted; and that it will execute such further assurances of the same as may be requisite.

IN WITNESS WHEREOF, these Articles have been signed in the name and on behalf of the Transferor by its President and its corporate seal has been hereunto affixed and attested by its Secretary or Assistant Secretary and has been signed in the name and on behalf of the Transferee by its President and its corporate seal has been hereunto affixed and attested by its Secretary or Assistant Secretary, on October 10, 1974.

ATTEST:

LANELL CORPORATION

Roland T. Burke, Jr.
Roland T. Burke, Jr.,
Secretary

By S. Bonsal White, Jr.
S. Bonsal White, Jr., President



ATTEST:

BEARINGS & TRANSMISSION,
INCORPORATED

Catherine C. Hart
CATHERINE C. HART Secretary

By Thomas F. Hart
Thomas F. Hart, President



STATE OF MARYLAND, COUNTY OF BALTIMORE, TO WIT:

I HEREBY CERTIFY that on this 10th day of October, 1974, before me, the subscriber, a Notary Public of the State of Maryland, personally appeared S. Bonsal White, Jr., President of Lanell Corporation, and he acknowledged the foregoing Articles of Sale to be the corporate act of the said corporation, and, at the same time, made oath in due form of law that the matters and facts set forth in said Articles of Sale are true to the

best of his knowledge and belief.



[Signature]
Notary Public
JOSEPH E. GLASS, NOTARY
MY COMMISSION EXPIRES JULY 1, 1978

STATE OF MARYLAND, COUNTY OF BALTIMORE, TO WIT:

I HEREBY CERTIFY that on this 10th day of October, 1974, before me, the subscriber, a Notary Public of the State of Maryland, personally appeared Thomas F. Hart, President of Bearings & Transmission, Incorporated, and he acknowledged the foregoing Articles of Sale to be the corporate act of said corporation, and, at the same time, made oath in due form of law that the matters and facts set forth in said Articles of Sale are true to the best of his knowledge and belief.



[Signature]
Notary Public
JOSEPH E. GLASS, NOTARY
MY COMMISSION EXPIRES JULY 1, 1978

EXHIBIT A

BEGINNING for the same at a point formed by the intersection of the westernmost line of Ellwood Avenue, 50 feet wide and the southernmost line of Lanvale Street, 40 feet wide, said point being distant 250.03 feet westerly from the corner formed by the intersection of the southernmost line of Lanvale Street, 40 feet wide, and the westernmost line of Edison Highway, 100 feet wide, and running thence, referring the following courses to the True Meridian as established by the Baltimore City Topographical Survey Commission, South $01^{\circ} 25' 59''$ East, parallel to and distant 250 feet westerly from the westernmost line of Edison Highway, 100 feet wide, 200.00 feet to a point on the southern outlines of the land of the Baltimore Cemetery Company, thence binding along the aforesaid southern outlines of the land of the Baltimore Cemetery Company South $89^{\circ} 32' 18''$ West 170.00 feet to a point thereon, thence leaving the said southern outlines of the land of the Baltimore Cemetery Company, the two following courses and distances, viz.:

- (1) North $01^{\circ} 25' 59''$ West 247.12 feet, and
- (2) North $88^{\circ} 34' 01''$ East 169.98 feet to a point on the aforesaid westernmost line of Ellwood Avenue, 50 feet wide, thence binding along the westernmost line of Ellwood Avenue South $01^{\circ} 25' 59''$ East 50.00 feet to the place of beginning, containing 42,250 square feet of land more or less.

ARTICLES OF SALE
 OF
 LANELL CORPORATION (MD. CORP.)-TRANSFEROR
 TO
 BEARINGS & TRANSMISSION, INC. (MD. CORP.)-TRANSFeree

approved and received for record by the State Department of Assessments and Taxation
 of Maryland October 10, 1974 at 12:50 o'clock P.M. as in conformity
 with law and ordered recorded.

A 35353

Recorded in Liber 2111, folio 68, 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. among Land Record Office Baltimore City
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.

William J. Summers



PAID
 Rec. Fee \$ 3.75
 Ecc. Tax \$ _____
 Trans. Tax \$ _____
 TOTAL . . . \$ _____

STATE OF MARYLAND
 WASHINGTON COUNTY
 RECEIVED FOR RECORD
 DEC 17 11 42 AM '74
 LIBER 2111 FOLIO 68
 LAND Transfer
 VAUGHN J. BAKER, CLERK

Received for Record Dec. 17, 1974 at 11:42 AM LIBER 24

J. F. URGO ASSOCIATES, INC. ^{DEC 17-74 A 1 463 *****3.75}

ARTICLES OF AMENDMENT

(Under Sections 11-12)

J. F. URGO ASSOCIATES, INC., a Maryland corporation, having its principal office in Washington County, Maryland, hereinafter called the "Corporation", hereby certifies to the State Tax Commission of Maryland that:

The Charter of the Corporation is hereby amended by striking out Paragraph Fourth of the Articles of Incorporation and inserting in lieu thereof, the following:

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located at Room 305, Professional Arts Building, Public Square, Hagerstown, Maryland, 21740.

The name and post office address of the Resident Agent of the Corporation in this State is: William R. Disert, 215 North Locust Street, Hagerstown, Maryland, 21740. Said Resident Agent is an individual actually residing in this State.

IN WITNESS WHEREOF, J. F. URGO ASSOCIATES, INC., has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on this _____ day of October, 1974.

J. F. URGO ASSOCIATES, INC.

By: Joseph F. Uργο
Joseph F. Uργο,
President

WITNESS AS TO SIGNATURE
AND ATTEST AS TO CORP. SEAL

William R. Disert
William R. Disert, Secretary



STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 11th day of October, 1974, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared JOSEPH F. URGO, President of J. F. Uργο Associates, 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 WILLIAM R. DISERT and made oath in due form of law that he was Secretary of the meeting of the Board of Directors and Stockholders of said Corporation by which the Amendment of the Charter of the Corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

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

My Commission Expires:
July 1, 1978



Isabella J. Zub
Notary Public

LAW OFFICES OF
ROBERT E. KUCZYNSKI
BRICE BUILDING
SUITE 300
HAGERSTOWN, MD. 21740
301-797-8120

ARTICLES OF AMENDMENT
OF
J. F. URGO ASSOCIATES, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 15, 1974 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 35523

Recorded in Liber 2112, folio 148² 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.

William J. Linn



PAID
Rec. Fee \$ 3.75
Ecc. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

DEC 17 11 42 AM '74

LIBER 2112 FOLIO 148
LAND 2 148
VAUGHN J. BAKER, CLERK

RESOLUTION
FROM SPECIAL MEETING OF BOARD OF DIRECTORS

JOHN D. TURCO, M.D., P.A.

A Special Meeting of the Board of Directors of the above named Corporation was held at the offices of the Corporation at 1704 Oak Hill Avenue, Hagerstown, Maryland at 4:30 o'clock P.M. on the 17th day of June, A.D., 1974 with the following Directors present:

John D. Turco
Hugo Sacchet

The following Resolution at said meeting was passed:

RESOLVED, that a change of address of the Resident Agent of the Corporation be filed with the State Department of Assessments and Taxation of Maryland as follows: The Resident Agent of John D. Turco, M.D., P.A., a Maryland Corporation is John D. Turco, M.D., whose address is 1704 Oak Hill Avenue, Hagerstown, Maryland 21740.

THIS WILL CERTIFY that the foregoing is a true copy of the Resolution of the above named Corporation duly adopted at a special meeting duly called and held as above stated.


Secretary

OCT 29 9 52 AM '74

NOTICE OF CHANGE OF RESIDENT AGENT'S ADDRESS

OF

JOHN D. TURCO, M.D., P.A.

received for record October 29, 1974 , at 9:52 A.M.
 and recorded on Film No. **2115** Frame No. **260** 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 11438

Special Fee Paid	\$3.00
Recording Fee Paid	<u>2.00</u>
Total	\$5.00

Mr. Clerk - Mail to: Lynn F. Meyers
 WAGAMAN, WAGAMAN & MEYERS, P.A.
 Maryland National Bank Building
 Hagerstown, Maryland 21740

PAID

Rec. Fee \$ 1.00

Rec. Tax \$ _____

Trans. Tax \$ _____

TOTAL . . . \$ _____

alk

STATE OF MARYLAND
 WASHINGTON COUNTY
 RECEIVED FOR RECORD

FEB 26 9 46 AM '75

LIBER _____ FOLIO _____

LAND _____
 VAUGHN J. BAKER, CLERK

FEB 26-75 B# 15103 *****3.75

ARTICLES OF INCORPORATION

OF

HOMETOWN TIRE CO., INC.

THIS IS TO CERTIFY:

FIRST: That the subscribers, Lenroe Allen Brown, whose post office address is Box 66B, Route No. 2, Williamsport, Maryland; Mary Ann Brown, whose post office address is Box 66B, Route No. 2, Williamsport, Maryland, and Russell Allen Carmean, whose post office address is Box 66B, Route No. 2, Williamsport, Maryland, all being of legal age and citizens of the United States and of the State of Maryland, do under and by virtue of the Laws of the State of Maryland, authorizing the formation of corporations, hereby associate ourselves with the intention of forming a corporation.

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

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

1. To engage in the buying and selling, at wholesale and retail, of automobile tires of all kinds and descriptions and the conduct of the general business of vulcanizing, reenforcing, rebuilding, recapping, and repairing automotive tires of all kinds and descriptions.

2. To engage in the business of transporting persons and property for hire by motor vehicle and any other means of conveyance as a common or private carrier.

3. To conduct a general garage and storage place for automobiles, trucks and motor vehicles of every kind.

4. To conduct a general wholesale and retail business in procuring, manufacturing, buying, selling and otherwise dealing in all kinds of automobiles, trucks and motor vehicles whatsoever, of every kind and description and all parts, equipment, accessories

HARVEY M. MILLER
ATTORNEY AT LAW
HOMETOWN, MD.

and appliances of every kind for the same, both wholesale and retail, including oils, greases, gasoline and all other materials used in, on or about an automobile, motor truck or motor vehicle of any kind and to conduct a general wholesale and retail business in all of the above as well as any other articles of personal property which may be desirable to handle, own, sell or deal in around a general public garage and tire store.

5. To procure, own, sell and otherwise deal in and repair tractors or any other kind of machinery or personal property; to procure, manufacture, purchase, own and sell all kinds of tools, appliances, machinery or equipment used or desire in the furtherance or carrying out of any of the aforesaid objects or purposes.

6. To purchase, own, hold, lease, convey, mortgage, pledge, transfer or otherwise acquire or dispose of lands, buildings and other structures, and all other property, both real, personal and mixed, of every kind, class, description and character whatsoever, or any interest therein wanted, necessary or desirable for the carrying on or promoting of the aforesaid objects, purposes or businesses, or either or any of them and to procure, sell, mortgage, lease, improve, construct, invest and deal in real estate of every kind and character and wheresoever situate and to construct, equip, operate, buy, sell, lease, rent, hire, manage and control buildings, factories, stores, warehouses and all other structures of every kind and description and wheresoever situate, together with all kinds of machinery, tools, implements, apparatus, equipment, wagons, trucks, stock, appliances and all other things or property, of every kind and character, needed, wanted, necessary, used or desired in the furtherance or carrying on or promoting of the aforesaid objects, businesses or purposes or either or any of them.

7. To purchase, own, sell, acquire and dispose of in any lawful manner the property, rights, business, stocks, bonds, securities, good will, franchises, assets, or any part thereof,

of every kind of any corporation, association, firm or individual carrying on in whole or in part the aforesaid businesses, or any of them, of any allied manufacturing, commercial, wholesale or retail business or other business or enterprise of every kind whatsoever, or any other business in whole or in part that the corporation may be authorized to carry on, and to assume in any lawful manner the indebtedness or liabilities thereof, and to undertake, guarantee, assume and pay the same in any lawful manner.

8. To apply for, acquire, hold, use, sell, mortgage, license, assign or otherwise dispose of letters patent of the United States or any foreign country, and any and all patent rights, licenses, privileges, inventions, improvements, processes and trade-marks relating to or useful in connection with any business carried on by the corporation.

9. It is the intention that the objects and purposes specified in the foregoing classes of the Charter shall be construed, both as to purpose and powers and generally, that the Corporation shall be authorized to exercise and enjoy all other powers, rights and privileges granted to, or conferred upon, corporations by the Laws of the State of Maryland; and the enumeration of certain powers as herein specified is not intended as exclusive of, or as a waiver of, any of the powers, rights and privileges granted or conferred by the Laws of the said State of Maryland now or hereinafter in force.

FOURTH: The postoffice address of the place at which the principal office of the Corporation in this State will be located is Virginia Avenue and Davis Drive, Route No. 2, Williamsport, Maryland, ²¹⁷⁹⁵ and the resident agent of the Corporation in this State is Lenroe Allen Brown, Route 2, Box 66B, Williamsport, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have three directors, and Lenroe Allen Brown, Mary Ann Brown and Russell Allen Carmean, all residents of Washington County, State of Maryland, and actually residing therein, shall act as said directors until the first annual meeting of said Corporation, or until their successors are duly chosen and qualified. The number of directors may be changed by the by-laws of the Corporation may from time to time provide, subject however, to the provisions of the Code of the Public General Laws of the State of Maryland.

SIXTH: The total amount of the authorized capital stock of the corporation is ONE HUNDRED THOUSAND (\$100,000.00) DOLLARS, divided into one thousand (1000) shares of the par value of ONE HUNDRED (\$100.00) DOLLARS each.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and affixed their seals this 8th day of November A.D.1974.

Lenroe Allen Brown (SEAL)
Lenroe Allen Brown

Mary Ann Brown (SEAL)
Mary Ann Brown

TEST:
Lois Appenand

Russell Allen Carmean (SEAL)
Russell Allen Carmean

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 8th day of November A.D.1974, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Lenroe Allen Brown, Mary Ann Brown and Russell Allen Carmean, 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.

Lois Appenand
Notary Public

HARVEY M. MILLER
ATTORNEY AT LAW
HAGERSTOWN, MD



ARTICLES OF INCORPORATION
OF
HOMETOWN TIRE CO., INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 18, 1974 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 36402

Recorded in Liber 2122, folio 164⁵, 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.

Robert Kella



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

FEB 26 9 46 AM '75

LIBER _____ FOLIO _____

LAND _____
WATCHMAN / CLERK

FEB 26-75 Bz 15102 *****3.75

ARTICLES OF INCORPORATION
OF
JONES VALLEY OIL COMPANY, INC.

THIS IS TO CERTIFY:

FIRST: That we, the undersigned, John J. Voss, whose postoffice address is 19 Moller Parkway, Hagerstown, Maryland, 21740; Jane C. Voss, whose postoffice address is 19 Moller Parkway, Hagerstown, Maryland, 21740; and Kenneth E. Campbell, whose postoffice address is 43 Hump Road, 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 is:

JONES VALLEY OIL COMPANY, 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 engage in the business of buying, selling, and distributing petroleum products, tires, batteries, motor vehicles, motor parts, machinery, equipment, accessories and supplies, heating plants and devices, household appliances, and general commodities of all kinds, and to supply all services in connection with the same; to engage in, conduct, and carry on the business of manufacturing, buying, selling and dealing, at wholesale or retail, in manufacturer's supplies, mechanical equipment, hardware, and goods, wares, and merchandise of every class and description; all of the foregoing

within Washington County, Maryland, and at such 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 as may be calculated to promote the interests of the Corporation.

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

(d) 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.

(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.

CHARLES C. GRICE
ATTORNEY AND COUNSELLOR
AT LAW
HAGERSTOWN, MD. 21740
GRICE BUILDING
(301) 799-4435

(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.

FOURTH: The postoffice address of the principal office of the Corporation in this State will be located at 824 Main Avenue, Hagerstown, Maryland, 21740. The resident agent of the corporation is John J. Voss, whose postoffice address is 19 Moller Parkway, Hagerstown, Maryland, 21740, said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The number of directors of the Corporation shall be not less than three (3) nor more than five (5); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are: John J. Voss, Jane C. Voss, and Kenneth E. Campbell.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) shares of the par value of One Hundred (\$100.00) Dollars each, all of which shares are of one class and are designated as common stock. The aggregate value of all shares having par value is One Hundred Thousand (\$100,000.00) Dollars.

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

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, or 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 firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The above granted powers to the Corporation and to the Board of Directors thereof are in furtherance of and not in limitation of the general powers conferred by law upon the directors of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 14th day of November, A. D., 1974.

WITNESS:

CHARLES C. GRICE
ATTORNEY AND COUNSELLOR
AT LAW
HAGERSTOWN, MD. 21740
GRICE BUILDING
(301) 799-4458

John J. Voss (SEAL)
John J. Voss

Jane C. Voss (SEAL)
Jane C. Voss

Kenneth E. Campbell (SEAL)
Kenneth E. Campbell

Charlotte Eschberger

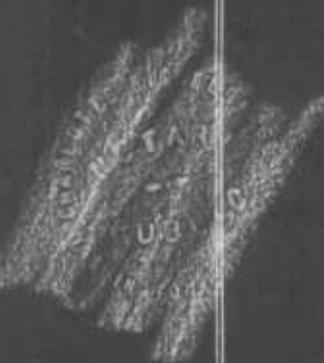
STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 14th day of November,
A. D. , 1974, before me, the subscriber, a Notary Public in and for the State
of Maryland, Washington County, personally appeared John J. Voss, Jane C.
Voss, and Kenneth E. Campbell, and severally acknowledged the foregoing
Articles of Incorporation to be their act and deed.

WITNESS my hand and Official Notarial Seal.

Charlotte Eichelberger
Notary Public

My Commission Ex: July 1, 1978



CHARLES C. GRICE
ATTORNEY AND COUNSELLOR
AT LAW
HAGENSTOWN, MD. 21740
GRICE BUILDING
(301) 738-4455

ARTICLES OF INCORPORATION
OF
JONES VALLEY OIL COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 18, 1974 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 36389

Recorded in Liber 2122, folio 151⁶, 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.

[Signature]



PAID
Rec. Fee \$ 3.75
Est. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
FEB 26 9 46 AM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN BAKER, CLERK

ARTICLES OF INCORPORATION

OF

P & H INTERIORS, INC.

THIS IS TO CERTIFY:

FIRST: That Adolph Baer, whose post office address is 1835 Woodburn Drive,; being at least twenty-one years of age, is hereby forming a corporation under and by virtue of the General Laws of the State of Maryland by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is P & H INTERIORS, INC.

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

(a) To engage in the business of installation of acoustical ceilings and resilient flooring.

(b) To contract for erection, construction, or repair of any building structure or improvement, public or private, and erect, construct or repair same or any part thereof, and to acquire, own, prepare for use any materials for said purposes.

(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 everykind.

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

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

merchandise of every description.

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

(g) To purchase or otherwise acquire, hold and re-issue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so hold or owned; and upon a distribution of the assets of 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 loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance of assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

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

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

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is 1835 Woodburn Drive, Hagerstown, Maryland, 21740. The resident agent of the Corporation is Adolph Baer, whose post office address is 1835 Woodburn 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 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 number of directors of the Corporation shall be four, and no more than five which number may be increased pursuant to the by-laws of the Corporation but shall never be less than three; the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Adolph Baer, Hannah Baer, Howard L. Bingaman and Patricia Ann Bingaman.

(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 of a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such 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 Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such

change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

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

EIGHT: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 30 day of October, 1974.

Adolph Baer (SEAL)
Adolph Baer

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 30th day of October, 1974, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Adolph Baer, and acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and Official Notarial Seal.

My commission expires: 7/4/78

Carolyn L. Shank
Notary Public

ARTICLES OF INCORPORATION
OF
P & H INTERIORS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 18, 1974 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 36384

Recorded in Liber 2122, folio 146⁷ 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



bb

PAID

Reg. Fee \$ 4.25
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

FEB 26 9 46 AM '75

LIBER _____ FOLIO _____

LAND _____
VADON J. BAKER, CLERK

FEB 26-75 Bz 15100 *****3.75

Received for Record:
February 26, 1975
Time: 9:47 A.M. Liber: 24

41

URSULA'S BEAUTY SALON, INC.

(A close Corporation under Article 23,
Section 100, General Corporation Law
of Maryland)

ARTICLES OF INCORPORATION

FIRST: The undersigned, Gotthard G. Sekula and Ursula Sekula, his wife, whose Post Office address is 1041 Columbia Road, Hagerstown, Maryland, 21740, being each at least twenty-one (21) years of age do hereby form a corporation under the General Laws of the State of Maryland.

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

URSULA'S BEAUTY SALON, INC.

THIRD: The Corporation shall be a close corporation as authorized by Section 100 of Article 23 of the General Corporation Law of Maryland.

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

(1) To carry on the business of the operation of a beauty parlor, hair dressing and styling of hair for women as well as men and children; to carry on the businesses of styling, beauty and fashion styles; to arrange, style, cut, set and form hair pieces, to carry on the businesses of manufacturers and distributors of and dealers in hair pieces of all types, to color, tint, dye or bleach hair or hair pieces in any and all ways; to sell any and all products in any way associated or connected with hair dressing, styling, including hair pieces and to deal in any and all products or things necessary or desirable to be used in connection with the aforesaid business.

(2) To engage generally and to perform any and all acts reasonably necessary or incidental to the conduct of the general business dealing in hair styling and beauty styles and in connection therewith to purchase, sell and exchange any and all equipment, parts, products, and accessories incidental

thereto and to deal in, buy, sell, lease and exchange tangible personal property of every nature and description.

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

(4) 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.

(5) 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.

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

FIFTH: The post office address of the principal office of the Corporation in Maryland is 30 East Longmeadow Road, Hagerstown, Maryland, 21740. The name and post office address of the resident agent of the Corporation in Maryland are Gotthard G. Sekula, 1041 Columbia Road, Hagerstown, Maryland. Said resident agent is a citizen of Maryland and actually resides therein.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is Ten Thousand (10,000) shares at a 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.

SEVENTH: The number of Directors of the Corporation shall be two (2), which number may be increased or decreased pursuant to the By-laws of the Corporation, but shall never be less than one (1); and the names of the Directors who shall act until the first annual meeting or until his or their successor (s) is (are) duly chosen and qualified are: Gotthard G. Sekula and Ursula Sekula.

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of such class, whether now or hereafter authorized as it may determine, except that it shall not issue nor have outstanding any securities, (including stock) which are convertible into its stock nor any voted securities other than stock nor any options, warrants or other rights to subscribe for or purchase any of its stock which are other than non-transferable.

(b) No contract or other transaction between the 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 any 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 the businesses shall be declared in dividends and paid to the Stockholders, subject, however, to the provisions of the Charter, and to direct and determine the use and disposition of such surplus or net profits.

(d) The Corporation reserves the right from time to time to make any amendments of its Charter which may now or hereafter be authorized by law, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change or 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.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion shall fix; and any shares of its stock 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.

NINTH: The shares of stock shall be non-assessable and shall be entitled to one (1) vote per share at all meeting of stockholders of the Corporation. Dividends may be declared thereon in such amounts and at such times as the stockholders 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.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 11th day of NOVEMBER, A. D., 1974.

Witness:

John Meyers

Gotthard G. Sekula (SEAL)
Gotthard G. Sekula

Ursula Sekula (SEAL)
Ursula Sekula

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

I HEREBY CERTIFY, That on this 11th day of NOVEMBER A. D., 1974, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Gotthard G. Sekula and Ursula Sekula, his wife, personally known to me to be the persons whose names are subscribed to the foregoing instrument and who did each acknowledge the foregoing Articles of Incorporation to be their respective act.

Witness my hand and official Notarial Seal.

Paula A. Kenalle
Notary Public

My Commission Expires: July 1, 1978.



ARTICLES OF INCORPORATION
OF
URSULA'S BEAUTY SALON, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 13, 1974 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 36263

Recorded in Liber 2121, folio 121⁶, 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



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

FEB 26 9 47 AM '75

LIBER _____ FOLIO _____

LAND _____
VALUER / CLERK

FEB 26-75 Bz 15099 * 4.75

Received for Record: 47
February 26, 1975
Time: 9:47 A.M. Liber: 24

ARTICLES OF INCORPORATION
OF

PLASTIC SURGERY ASSOCIATES, DRs. CLARK & HAYNES, P. A.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, John W. Clark, whose post office address is 526 Gordon Circle, Hagerstown, Maryland, 21740 and Aubrey F. Haynes, whose post office address is 1199 The Terrace, Hagerstown, Maryland, 21740, being at least twenty-one (21) years of age and licensed to practice medicine in the State of Maryland, do, under and by virtue of the Professional Service Corporation Act, Sections 430 to 444 of the General Laws of the State of Maryland authorizing the formation of Professional Corporations, form 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:

PLASTIC SURGERY ASSOCIATES, DRs. CLARK & HAYNES, P. A.

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

(a) To engage in the practice of medicine in the State of Maryland, in conformity with the principles of ethics of the American Medical Association, through its employees and agents who are duly licensed or otherwise legally authorized to render such professional services within the State of Maryland; provided, however, that the term "employees" as used herein, shall not include clerks, secretaries, bookkeepers, technicians and other assistants who are not usually or ordinarily considered by custom and practice to be rendering professional services to the public for which a license or other legal authorization is required.

(b) To enter into and perform contracts and agreements for the purpose of rendering medical services, with any person,

firm, association, corporation, hospital, municipality, county, state, nation, or other body politic, or with any colony, dependency, or agency of any of the foregoing.

(c) To purchase, lease or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of personal property or equipment of every kind, necessary for the rendering of its professional services.

(d) To purchase, lease, or otherwise acquire, hold, maintain, develop, improve, let, convey, mortgage, sell, transfer, exchange, or in any manner encumber or dispose of real property, wherever situate, necessary for the rendering of its professional services.

(e) To invest its funds in real estate, mortgages, stocks, bonds, and other types of investments.

(f) To purchase or otherwise acquire, hold and reissue, as permitted by law, shares of its capital stock of any class.

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

(h) To consolidate or merge with another domestic professional corporation organized under the Professional Service Corporation Act of this State to render the same specific professional services.

(i) To carry on the purposes, objectives and services of the Corporation through others for its own account, or for the account of others, or through others for its own account, or with others in a partnership or joint venture or other entity, whether as a limited or general partner, or otherwise; provided, however, that the professional services of the Corporation may only be carried on through, for or with others, authorized to render the same professional services as that of the Corporation.

The foregoing enumeration of the purposes, objects and services of the Corporation is not intended, by mention of any particular purpose, object or service, in any manner to limit or restrict the powers conferred upon the Corporation by the general laws of the State of Maryland. The Corporation is formed upon these articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relating to corporations formed under the Professional Service Corporation Act of the General Laws of this State, provided, however, that if the Corporation, at any time and for any reason ceases to be, or is disqualified from operating as, a Professional Service Corporation under and by virtue of the Professional Service Corporation Act of Maryland, it shall thereupon be converted into, and shall operate thereafter solely as a corporation under the General Laws of the State of Maryland, exclusive of the Professional Service Corporation Act.

FOURTH: That the post office address of the principal office of the Corporation in the State of Maryland is 711 Oak Hill Avenue, Hagerstown, Maryland. ²¹⁷⁴⁰ The resident agent of the Corporation is John W. Clark, whose post office address as resident agent is 526 Gordon Circle, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Ten Thousand (10,000) shares of common stock of the par value of Ten Dollars (\$10.00) per

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

SIXTH: The Corporation shall have two (2) Directors (which number may be increased or decreased, but not to be less than one (1), pursuant to the By-Laws of the Corporation) and the following named persons shall act as such until the first annual meeting or until a successor or successors are duly chosen and qualify:

John W. Clark

Aubrey F. Haynes

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

(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 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, provided by law or as may be set forth in the By-laws of the Corporation.

(b) The Board of Directors shall have the power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; 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 shareholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other

evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(c) 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 the 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.

(d) Except as otherwise provided, herein, 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 vote of shareholders, all powers of the Corporation, whether conferred by law or by these Articles, to purchase, lease or otherwise acquire the business or assets, in whole or in part, of other corporations or unincorporated business entities organized to render the same specific professional service provided for this Corporation.

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

(f) 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 shareholders, which is more than a majority of the total number of votes entitled to be cast thereon, 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.

(g) 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 a majority of all of such stock, the terms of which are being changed, at the time outstanding by vote at a meeting or in writing with or without a meeting.

(h) The Corporation shall have such officers, as may from time to time be provided in the By-Laws, subject to the limitations and restrictions therein; and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the By-Laws or as may be determined from time to time by the Board of Directors subject to the By-Laws.

(i) No contract or other transaction between this Corporation and any other firm, association or corporation shall in any way be affected or invalidated by the fact that any one or more of the directors of this corporation are pecuniarily or otherwise interested in or is a member, director or officer or are members, directors or officers of such firm, association or

corporation; any director or directors individually or jointly or any firm, association, or corporation of which any director may be a member, may be a party or parties 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, association or corporation is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof.

EIGHTH: This Corporation shall have perpetual existence.

IN WITNESS WHEREOF, we have signed the Articles of Incorporation on the 4th day of NOVEMBER, 1974.

John W. Clark
John W. Clark

WITNESS:

Mary Jane [unclear]

Aubrey F. Haynes
Aubrey F. Haynes

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

I HEREBY CERTIFY, That on this 4th day of NOVEMBER A. D., 1974, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared John W. Clark and Aubrey F. Haynes, who made oath in due form of law that the foregoing Articles of Incorporation are their act and deed.

Witness my hand and official Notarial Seal.

Paula A. Keadle
Notary Public

My Commission Expires: July 1, 1978



ARTICLES OF INCORPORATION
OF
PLASTIC SURGERY ASSOCIATES, DRS. CLARK & HAYNES, P. A.

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 6, 1974 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 36061

Recorded in Liber 2119, folio 76⁸ one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



PAID

Rec. Fee \$ 4.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

FEB 26 9 47 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION

OF

FEB 26-75 B# 15098 *****4.25
RIGHT ANGLE PRODUCTIONS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Jeffrey L. Griffith, whose post office address is 720 Weldon Place, Hagerstown, Maryland 21740; Francis A. Griffith, whose post office address is 720 Weldon Place, Hagerstown, Maryland 21740; and Charles E. Keller, whose post office address is 209 Woodpoint Avenue, 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 RIGHT ANGLE PRODUCTIONS, INC.

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

(a) To engage in, publicly and privately, the art of live entertaining through the playing of and performance associated with music of any nature for hire; to compose, write, and record music; and to engage generally in the business of producing music and entertainment as provided by individuals or as a group more particularly described as an orchestra or band.

(b) To engage generally in the business of an entertainment agency to arrange for entertainment in the form of musical and theatrical talent on behalf of the Corporation and other professional or amateur groups organized as musical bands or orchestras.

(c) To conduct and manage one or more recording studios engaging generally in the production or sale of live or recorded music and theatrical talent.

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

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

(f) To carry on and transact, for itself or for 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, merchandise and services of every description.

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

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

(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 of assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(j) To carry on any of the businesses hereinbefore enumerated for itself, or for the account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, 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 post office address of the principal office of the Corporation in this State is 720 Weldon Place, Hagerstown, Maryland 21740. The resident agent of the Corporation is Jeffrey L. Griffith, whose post office address is 720 Weldon Place, 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 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 number of 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; the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Jeffrey L. Griffith, Francis A. Griffith and Charles E. Keller.

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

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

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

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation
this 30th day of OCTOBER, 1974.

Witness:

Marion B Chalfant

William F. Remmer

John S. Chalfant

Jeffrey L. Griffith (Seal)
Jeffrey L. Griffith

Francis A. Griffith (Seal)
Francis A. Griffith

Charles E. Keller (Seal)
Charles E. Keller

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 30th day of October, 1974,
before me, the subscriber, a Notary Public of the State of Maryland, in and
for Washington County, personally appeared Jeffrey L. Griffith, Francis A.
Griffith and Charles E. Keller, and each acknowledged the foregoing Articles
of Incorporation to be his respective act.

WITNESS my hand and Notarial Seal.

Peggy A. Remmer
Notary Public

My Commission expires July 1, 1978.



ARTICLES OF INCORPORATION
OF
RIGHT ANGLE PRODUCTIONS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 4, 1974 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 36005

Recorded in Liber 2118, folio 161⁷, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



PAID
Rec. Fee \$ 4.25
Exc. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

FEB 26 9 49 AM '75

LIBER _____ FOLIO _____

LAND _____
VACUUM CLERK

ARTICLES OF INCORPORATION
OF
JEFFERSON CHEESE MFG. INC.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Edwin H. Miller, whose post office address is P.O. Box 1269, Hagerstown, Maryland, 21740, being more than eighteen years of age, do, under and by virtue of the Genreal Laws of the State of Maryland authorizing the formation of corporations, do hereby declare my intent to form a corporation.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is: "JEFFERSON CHEESE MFG. 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 produce, buy and sell on commission or otherwise, at whole-sale or retail, butter, milk, cheese and all other dairy products, eggs, poultry, fruit, meats, vegetables, and all kinds of farm produce and to transact all business incidental or appurtenant thereto.

(b) To purchase, sell and deal in milk and cream and other dairy products, and to manufacture and sell any of the products or derivatives of milk or cream, and for the purpose above described to operate an artificial cold storgae plant, and to manufacture ice, and to conduct such other lines of business as may be necessary for carrying on a general dairy business.

(c) To manufacture, purchase, or otherwise acquire machinery of iron or any other material whatsoever, and to hold, own, sell or otherwise dispose of, trade in, deal in and deal with the same, and to purchase or otherwise acquire iron, scrap iron and any or all other minerals what-

soever, and to hold, own, sell or otherwise dispose of, trade in, deal in and deal with the same.

(d) To carry on a general mercantile or merchandise business at retail and wholesale and to purchase, sell and deal in such goods, supplies and merchandise as are or may be sold in a general store.

(e) 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.

(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 either of them, or to facilitate it in the transaction of its aforesaid business that may be calculated, directly or indirectly, to enhance the value of its property and rights, not contrary to the Laws of the State of Maryland, or any other state in which the Corporation carries on business. The said Corporation shall enjoy and exercise all the powers and rights conferred by the Statute upon the Corporation, and the enumeration of the specific powers in these

Articles of Incorporation are in furtherance of and not in limitation of the general powers conferred by law.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is 615 Jefferson Street, Hagerstown, Maryland 21740. The Resident Agent of the Corporation is Edwin H. Miller 22 W. Wash. St., 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) directors and as many more as may be fixed by the Board of Directors, and Vincent Cosmi, Geraldine Z. DeStafeno, and Bruce N. DeStafeno shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total amount of authorized capital stock of the Corporation is One Hundred Thousand (100,000) Shares with one (\$1.00) dollar par value.

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

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

(b) The Board of Directors shall have the power to mortgage the property of the Corporation from time to time without the approval of the

stockholders, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

(c) The above granted powers to the Corporation and to the Board of Directors thereof are in furtherance of and not in limitation of the general powers conferred by law upon the directors of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 30th day of October, 1974.

WITNESS:

Carol A. Miller

Edwin H. Miller (SEAL)
Edwin H. Miller

STATE OF MARYLAND, WASHINGTON COUNTY, Co-wit:

I HEREBY CERTIFY, That on this 30th day of October, 1974, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Edwin H. Miller, and he acknowledged the foregoing Articles of Incorporation to be his voluntary act and deed.

WITNESS my hand and Official Notarial Seal.

Carol A. Miller
Notary Public

My Commission Expires:
July 1, 1978



ARTICLES OF INCORPORATION
OF
JEFFERSON CHEESE MFG. INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 4, 1974 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 36001

Recorded in Liber 2118, folio 157⁵ 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

PAID

Rec. Fee \$ 3.75
Exc. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____



STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

FEB 26 9 47 AM '75

LIBER _____ FOLIO _____

LANC... VALU... CLERK

ARTICLES OF INCORPORATION
OF
EMMETT KELLY TENT NO. 41, INC.

THIS IS TO CERTIFY

FIRST: That we, Wilmer M. Mumma, whose post office address is Rt. #1, Box 40, Sharpsburg, Maryland 21782; John V. Fisher, whose post office address is 205 Pennsylvania Avenue, Hancock, Maryland 21750; and Daniel S. Rohrer, Jr., whose post office address is 16 Rosewood Drive, 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.

SECOND: That the name of the corporation (which is hereinafter called the "corporation") is: EMMETT KELLY TENT NO. 41, INC.

THIRD: That the post office address of the principal office of the corporation in this state is 16 ROSEWOOD DRIVE, HAGERSTOWN, MARYLAND 21740. The name and post office address of the resident agent of the corporation in this state is: DANIEL S. ROHRER, JR., 16 ROSEWOOD DRIVE, HAGERSTOWN, MARYLAND 21740, said resident agent is an individual actually residing in this state.

FOURTH: The number of directors of the corporation shall be three (3), which number may be increased pursuant to the By-laws of the corporation but shall never be less than three (3); the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are: DANIEL S. ROHRER, JR., WILMER M. MUMMA, and JOHN V. FISHER.

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

- (a) To organize and operate an association exclusively for educational and charitable purposes, no part of the net earnings of which is to inure to the benefit of any member, shareholder, or other individual;
- (b) To provide means and facilities to afford opportunity to acquire knowledge of the American circus;
- (c) To cultivate, promote, foster, sponsor and develop appreciation of the American circus;
- (d) To discover, procure and preserve whatever may relate to the history of the American circus in general and to establish and maintain collections of artifacts of the American circus;

(e) To work in cooperation with the Circus Fans Association of America and to promote its programs.

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

SIXTH: Said corporation is organized exclusively for charitable and educational 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 provisions of any future United States Internal Revenue Law).

SEVENTH: The corporation is not authorized to issue any capital stock and 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. The following shall be the first members of the corporation: WILMER M. MUMMA, JOHN V. FISHER and DANIEL S. ROHRER, JR. Members may resign or be removed, vacancies may be filled, and additional members elected as provided by the By-laws, which may prescribe different classes of members and prescribe the powers and duties of each class.

WITNESS the hands and seals of the incorporators

WITNESS:

<u>Sharon E. Keller</u>	<u>Daniel S. Rohrer, Jr.</u> (SEAL)
<u>Daniel S. Rohrer, Jr.</u>	<u>John V. Fisher</u> (SEAL)
<u>Daniel S. Rohrer, Jr.</u>	<u>Wilmer M. Mumma</u> (SEAL)
	Wilmer M. Mumma

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 9th day of September
A. D., 1974, before me, the subscriber, a Notary Public in
and for the State and County aforesaid, personally appeared
Daniel S. Rohrer, Jr., John V. Fisher and Wilmer M. Mumma, and
each did acknowledge the foregoing Articles of Incorporation
to be their respective act and deed.

WITNESS my hand and Official Notarial Seal.



Sharon E. Keller
Sharon E. Keller, Notary Public

My Commission Expires:
July 1, 1978

ARTICLES OF INCORPORATION
OF
EMMETT KELLY TENT NO. 41, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 29, 1974 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 35868

Recorded in Liber 2117, folio 215⁴ 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



PAID
Rec. Fee \$ 3.75
Doc. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
FEB 26 9 47 AM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN TRAFFER CLERK

ARTICLES OF INCORPORATION
OF
MARYLAND GOLD EXCHANGE, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Sydney L. Machat, whose post office address is Route No. 2, Box 81, Boonsboro, Maryland, Joycelyn B. Machat, whose post office address is Route No. 2, Box 81, Boonsboro, Maryland, 21713, and John J. Martin, Sr., whose post office address is Route No. 2, Box 225, Knoxville, Maryland, 21758, 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 Maryland Gold Exchange, Inc.

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

(a) To engage in the purchase, sale, and brokerage of United States and foreign coins of numismatic value, gold, silver, and other precious metals.

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

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

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

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

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

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

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

States of America and in foreign countries.

The 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 9 South Main Street, Boonsboro, Maryland, 21713. The resident agent of the Corporation is Sydney L. Machat, whose post office address is Route No. 2, Box 81, Boonsboro, 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 Ten Thousand (10,000) shares of the par value of Ten (\$10.00) Dollars each, all of which shares are of one class and are designated Common Stock. The aggregate par value of all shares having par value is One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The Corporation shall have three (3) Directors, and Sydney L. Machat, Joycelyn B. Machat and John J. Martin, Sr., shall act as such until the first annual meeting or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for

the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders.

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

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, 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 of net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

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

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

total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on this 21st day of October, 1974.

WITNESS:

Sydney L. Machat (SEAL)
Sydney L. Machat

Joycelyn B. Machat (SEAL)
Joycelyn B. Machat

Gloria S. Mooers

John J. Martin, Sr. (SEAL)
John J. Martin, Sr.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 21st day of October, 1974, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Sydney L. Machat, Joycelyn B. Machat and John J. Martin, Sr., and acknowledged the foregoing Articles of Incorporation to be their respective act and deed.

WITNESS my hand and Official Notarial Seal.

Gloria S. Mooers
Notary Public

My commission expires:



KAYLOR, SPENCE
AND LAURELLA
ATTORNEYS AT LAW
HAGERSTOWN, MARYLAND

ARTICLES OF INCORPORATION
OF
MARYLAND GOLD EXCHANGE, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 23, 1974 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 35747

Recorded in Liber 2115, folio 321 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.

Bushnell K. Kelly

PAID

Rec. Fee \$ 4.75
Doc. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

FEB 26 9 47 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. HAKER, CLERK



ARTICLES OF INCORPORATION

EAKLES MILL BAPTIST CHURCH, INC.

FIRST, WE, THE UNDERSIGNED, Reverend Ira Sylvester Burkett, whose post office address is Route 1, Hagerstown, Maryland, 21740; Adrian Jenkins, whose post office address is Route 2, Box 54-A, Boonsboro, Maryland, 21713; Leroy Willman, whose post office address is 338 Jefferson Street, Hagerstown, Maryland, 21740; Howard Leon Hammond, whose post office address is Route 1, Box 132, Fairplay, Maryland, 21733; Junior Leroy Green, whose post office address is General Delivery, Post Office, St. James, Maryland, 21781; and Eugene Elwood Mongan, whose post office address is Route 3, Boonsboro, Maryland, 21713, elected by the members of the congregation of the EAKLES MILL BAPTIST CHURCH, to act as in the name of and on behalf of said congregation, to manage the estate, property, interest and inheritance of same, and each being at least twenty-one 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 EAKLES MILL BAPTIST CHURCH, INC.

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

(a) To establish and maintain a place of worship of Almighty God conforming to the Associational Rules of the Southern Baptist Church.

(b) Rent, lease, acquire, take or purchase by gift, bequest or otherwise, either directly or as trustee, or to own, hold in trust, use, sell, convey, mortgage, lease or otherwise dispose of any real or personal property.

(c) To voluntarily enter into full corporation and fellowship with other churches, maintaining at all times its right to sovereignty in the conduct of its own affairs.

(d) To solicit, receive, take and hold offerings, gifts, contributions or donations from its members and from all sympathetic and interested persons, firms, or corporations and to use same for any and all of the purposes set forth herein.

(e) To build, construct, or erect to contract for or cause the building, construction or erection of churches, schools, assembly halls, monuments, burial grounds, parsonages or other buildings appertenant thereto for the use of the corporation in extension of any of its purposes.

The foregoing enumeration of the purposes of the corporation is made supplementary to and not in limitation of the powers conferred upon religious corporations by law and is not intended by the mention of any particular purpose in any manner to limit or restrict the generality of any particular purpose 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 the State of Maryland is Route 1, Hagerstown, Maryland, 21740. The name and post office address of the resident agent of this corporation in the State of Maryland is Reverend Ira Sylvester Burkett, Route 1, Hagerstown, Maryland, 21740, who is a citizen of this State and actually resides herein.

FIFTH: This Corporation is an eleemosynary institution not operated for profit and shall have no capital stock.

Del: 4/18/91

David K. Poole, Esq. as per letter of authorization

SIXTH: The number of the trustees of the corporation shall be six, which number may be increased pursuant to the By-laws of the corporation, but shall never be less than four, and the names of the trustees and officers who shall act until the first annual meeting or until their successors are duly chosen, shall be Reverend Ira Sylvester Burkett, Adrian Jenkins, Leroy Willman, Howard Leon Hammond, Junior Leroy Green, Eugene Elwood Mongan.

SEVENTH: In the event of dissolution of the corporation, all of its assets, after the payment of all proper expenses, shall be distributed only to the Southern Baptist Convention in accordance with Section 501(c)(3) of the Internal Revenue Code of 1954.

EIGHTH: The duration of this corporation shall be perpetual.

IN WITNESS WHEREOF, We, the trustees, have signed these Articles of Incorporation on this 7th day of October, 1974.

Rev. Ira S. Burkett
Reverend Ira Sylvester Burkett

Adrian Jenkins
Adrian Jenkins

WITNESS:

Leroy Willman
Leroy Willman

Howard Leon Hammond

Howard Leon Hammond
Howard Leon Hammond

Junior Leroy Green
Junior Leroy Green

Eugene Elwood Mongan
Eugene Elwood Mongan

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 7th day of October, 1974, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Ira Sylvester Burkett, Adrian Jenkins, Leroy Willman, Howard Leon Hammond, Junior Leroy Green and Eugene Elwood Mongan and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.

Doris de L...
Notary Public

My commission expires:
July 1, 1978



ARTICLES OF INCORPORATION
OF
EAKLES MILL BAPTIST CHURCH, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 23, 1974 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 35745

Recorded in Liber 2115, folio 319³ 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 K. Keller

PAID

Rec. Fee \$ 2.50
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
FEB 26 9 47 AM '75
LIBER _____ FOLIO _____
LAND _____
MAYOR & CLERK



CEDAR RIDGE CHILDREN'S HOME AND SCHOOL, INC.ARTICLES OF AMENDMENT

Cedar Ridge Children's Home and School, Inc., a Maryland corporation, having its principal office in Washington County, Maryland, hereinafter called "corporation" hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The charter of the corporation is hereby amended by adding to paragraph "THIRD", subsection d. as follows:

"THIRD: d. To purchase, lease, or otherwise acquire, build, construct, establish, use, maintain, manage, operate, repair, contract with respect to, and otherwise deal in and with respect to educational radio and television broadcast stations, transmitters, and studios, for the broadcast, rebroadcast, telecast, retelecast, transmission, retransmission, generation, publication, reproduction, dissemination, relay, distribution, collection, or reception by electricity, magnetism or electro-magnetic or radio waves, radio, wire, cable, or other methods or means of communications (including but not limited to aural broadcasting, amplitude or frequency modulation, television, facsimile, wire, radio, telephone, telegraph, and any other means or methods now or hereafter known, devised or discovered) of writings, signs, signals, energy, pictures, graphic images, sounds or other visual or aural signals, light, heat and energy in any form, separately or in combination, and including experimental and relay stations, transmitters, receivers, studios, buildings, plants, wires, circuits, and any and all apparatus, equipment, instruments, systems, and devices incidental or necessary thereto.

To apply to the Federal Communications Commission of the United States or other body, office, administrator, commission, or authority and to receive, hold, and enjoy and dispose of any and all licenses, permits, authorizations and grants necessary, appropriate, or convenient therefor.

SECOND: "The charter of the corporation is hereby amended by deleting section "SIXTH", and substituting therefor the following:

"SIXTH: In the event that the corporation, by a meeting of its members, should determine to discontinue its existence, then all of the assets of this corporation shall be distributed to a fund foundation or corporation organized and operated exclusively for the purposes specified in Section 501 (C) (3) of the Internal Revenue Code. Failure of this corporation to conduct any meeting of members of the corporation or its directors for a period of one (1) year, will automatically cause a forfeiture of its assets to the aforementioned charities."

THIRD: The Board of Directors of the corporation, in accordance with Article 23, Section 132-136A, this being a nonstock corporation, at a meeting duly conveyed and held on November 1, 1974, adopted a resolution setting forth the foregoing amendment to the Articles of Incorporation, declaring that the said amendment to the Articles of Incorporation is advisable.

FOURTH: Notice setting forth the amendment to the Articles of Incorporation and stating that the purpose of the meeting to the Directors that action would be taken thereon as required by law; and that this notice was given to all members entitled to vote thereon.

FIFTH: The amendment to the Articles of Incorporation as set forth herein was approved by all of the Directors at said meeting by affirmative vote of all members entitled to vote thereon.

IN WITNESS WHEREOF, Cedar Ridge Children's Home and School, 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 on this 8th day of November, 1974.

ATTEST AS TO CORPORATE SEAL:

CEDAR RIDGE CHILDREN'S HOME AND SCHOOL, INC.

Wilbur A. King
Secretary

BY: Ward E. Henry
President

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

I HEREBY CERTIFY, That on this 8th day of November 1974, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared, Harold E. Henry, President of Cedar Ridge Children's Home and School, 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 the corporation; and at the same time appeared Wilbur King, who made oath in due form of law that he was secretary of the meeting of the membership of said corporation at which time the amendment of the Articles of Incorporation herein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true and correct to the best of their knowledge, information and belief.

WITNESS my hand and Notarial Seal.

Carola Miller
Notary Public



My Commission Expires:
July 1, 1978

ARTICLES OF AMENDMENT
OF
OSDAR RIDGE CHILDREN'S HOME AND SCHOOL, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 12, 1974 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 36226

Recorded in Liber 2121, folio 84⁴, 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.

[Signature]



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

FEB 26 9 47 AM '75

LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER, CLERK

FEB 26-75 B 15092 *****3.75

ARTICLES OF AMENDMENT

THE PARADISE HOMES CORPORATION

The Paradise Homes Corporation, a Maryland Corporation (hereinafter called "the Corporation"), having its principal office on Mountain View Avenue, Maugansville, Maryland, hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: That Article SIXTH of the above Corporation be and hereby is amended as follows:

"SIXTH: The number of Directors of the Corporation shall be four (4), which number may be increased or decreased, but shall never be less than three (3) nor more than seven (7)."

SECOND: That the Directors of said Corporation at a meeting duly convened and held on the 9th day of April, A. D., 1974, adopted a resolution in which was set forth the foregoing Amendment to the Charter, declaring that said Amendment to the Charter was advisable and directing that such proposed Amendment be submitted for action thereon at a special meeting of the Stockholders to be held in accordance with the requirements of the law.

THIRD: That pursuant to the requirements of law, a special meeting of Stockholders of said Corporation was duly held on the 9th day of April, A. D., 1974.

FOURTH: That at said special meeting the aforesaid Amendment was approved by all of the Stockholders entitled to vote thereon.

IN WITNESS WHEREOF, the said Corporation has caused these Articles of Amendment to be duly signed for and on its behalf by its President and has caused its Corporate Seal to be hereunto duly attested by its Secretary.

Attest to Signature and Corporate Seal:


Secretary

THE PARADISE HOMES CORPORATION

By 
President

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

I HEREBY CERTIFY, that on this 7th day of *November*, A. D., 1974, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared *Adam R. Martin*, President, who did acknowledge that he is and was the President of the abovenamed Corporation at a special meeting of Directors alleged in the foregoing Articles of Amendment, and he was likewise Chairman of the special meeting of the Stockholders held as alleged in the foregoing Articles of Amendment, who further acknowledged the matters and facts set forth in the foregoing Articles of Amendment are true to the best of his knowledge, information and belief.

Witness my hand and official Notarial Seal.

Ray M. [Signature]
Notary Public

My Commission Expires: July 1, 1978

ARTICLES OF AMENDMENT
OF
THE PARADISE HOMES CORPORATION

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 14, 1974 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 36282

Recorded in Liber 2121, folio 140 ³ one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
FEB 26 9 47 AM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN / BAKER, CLERK

FAHRNEY'S, INC.

ARTICLES OF DISSOLUTION

FAHRNEY'S, 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 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 South End Shopping Center, Hagerstown, Washington County, 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 Charlotte H. Fahrney, 122 Hampton Road West, Williamsport, Maryland 21795. Said resident agent is an individual actually residing in this State.

FOURTH: The names and post office addresses of each of the directors of the Corporation are as follows:

<u>Name</u>	<u>Post Office Address</u>
Charlotte H. Fahrney	122 Hampton Road West, Williamsport, Md.
Daniel H. Fahrney	122 Hampton Road West, Williamsport, Md.
Linda Fahrney Smith	31 East Water Street, Smithsburg, 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>
Charlotte H. Fahrney	President & Treasurer	122 Hampton Road West, Williamsport, Md. 21795
Linda Fahrney Smith	Secretary	31 East Water Street, Smithsburg, Md. 21783

SIXTH: By unanimous vote by the Board of Directors at a meeting of the Board of Directors of the Corporation duly convened and held on December 10, 1973, a resolution was adopted 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 December 10, 1973.

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 affirmative vote of all stockholders of each class of stock entitled to vote 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, Section 77 of the Annotated Code of Maryland (1957) (1973 Replacement Volume).

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:

City of Hagerstown, Washington County, Maryland

IN WITNESS WHEREOF, Fahrney's, 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 February 26, 1974.

FAHRNEY'S, INC.

BY Charlotte H. Fahrney (SEAL)
Charlotte H. Fahrney, President

ATTEST:

Linda Fahrney Smith (SEAL)
Linda Fahrney Smith, Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on February 26, 1974, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington personally appeared Charlotte H. Fahrney, President of Fahrney's, Inc. a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Dissolution to be the corporate act of said corporation; and at the same time personally appeared Linda Fahrney Smith and made oath in due form of law that she was Secretary of the meeting of the stockholders of said corporation at which the dissolution of the corporation therein set forth was authorized, and that the matters and facts set forth in said Articles of Dissolution are true to the best of her knowledge, information and belief.

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



Barbara J. Kent
Notary Public

Hugh K. Troxell
TREASURER
OF
WASHINGTON COUNTY, MD.
Hagerstown, Maryland 21740

September 25, 1974

Re: Dissolution Fahrney's Inc.

This is to certify- That the books and records of the County Treasurer for Washington County show that all taxes levied on assessments made by the Maryland State Department of Assessments and Taxation and billed by and payable to the County Treasurer for Washington County by

Fahrney's Inc.

have been paid to and including July 1st., 1974 to June 30th, 1975.

Witness the hand and seal of Hugh K. Troxell, County Treasurer for Washington County, this 25th. day of September A.D., 1974.

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



CITY OF HAGERSTOWN
MARYLAND

DEPARTMENT OF REVENUE & FINANCE
CITY HALL

~~XXXXXXXXXXXX~~
ACTING TAX COLL'R & TREAS

October 3, 1974

TO WHOM IT MAY CONCERN:

I, Frances E. Couchman, Acting Tax Collector and Treasurer for THE CITY OF HAGERSTOWN, do hereby certify that as of this date the records of our office do not show any unpaid MUNICIPAL TAXES, interest or penalties owing by FAHRNEY'S, Inc., 1019 Maryland Avenue, Hagerstown Maryland 21740, up to and including the fiscal tax year 1974-75.

Frances E. Couchman
Frances E. Couchman
Acting Tax Collector
and Treasurer

FEC/o



STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
 STATE TREASURY BUILDING
 P. O. BOX 466 PHONE 267-3805
 ANNAPOLIS, MARYLAND 21404

LOUIS L. GOLDSTEIN
 COMPTROLLER
 BERNARD F. NOSSEL
 CHIEF DEPUTY
 ROBERT L. SWANN
 ASSISTANT TO COMPTROLLER
 J. BASIL WISNER
 ASSISTANT TO CHIEF DEPUTY

THIS IS TO CERTIFY, That the books of the
 State Comptroller's Office and of the Department of
 Employment Security, as reflected in their certifi-
 cation to the State Comptroller, show that all taxes
 and charges due the State of Maryland, payable through
 the said offices as of the date hereof by

FAHRNEY'S INC., WASHINGTON COUNTY

have been paid.

WITNESS my hand and official seal this
 Twenty-fourth day of October A.D. 1974.

Mary Ellen Hopkins
 Deputy Comptroller



STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
 hereby gives notice that ARTICLES OF DISSOLUTION of the
FAHRNEY'S INC.

were received for record on, November 27, 1974,
 in accordance with the provisions of Sec. 77 of Art. 23 of the
 Code (1957 Edition).

William H. Riley

Director

ARTICLES OF DISSOLUTION
OF
FAHRNEY'S INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 27, 1974 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 36596

2125 7 Folio 111

Recorded in Liber , folio , 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 \$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 Kella



PAID
Rec. Fee \$ 4.25
Rec. Tax \$
Trans. Tax \$
TOTAL . . . \$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

MAY 6 11 12 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

Received for Record May 6, 1975 at 11:12 AM LIBER 24

MAY -6-75 AM 12412 *****5.25

✓
WHITE OAKS PIZZA HUT, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, Jimmie Wayne Hinkle, whose post office address is 1028 Brincker Drive, Hagerstown, Maryland; and James Alfred Avirett, whose post office address is 740 Washington Street, Cumberland, Maryland; and Sarah Avirett whose post office address is 740 Washington Street, Cumberland, Maryland, all being at least eighteen years of age, do under and by virtue of the General Laws of the State of Maryland, authorizing the formation of a corporation, associate ourselves with the intention of forming a corporation.

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

WHITE OAKS PIZZA HUT, INC.

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

(1) To engage in and carry on a general restaurant and retail food and beverage business and the operation of restaurants specializing in pizza and related food articles.

(2) To erect, maintain, construct, purchase, rent, hire, lease or let, or otherwise acquire or dispose of buildings, structures for said purpose; to acquire, sell, mortgage, lease or otherwise acquire or dispose of all real or personal property necessary or convenient to the

operation and continuance of such business; to acquire the good will, rights, property, franchise, licenses, privileges of any person, firm, association, or corporation engaged in any similar business or business incident thereto and pay for the same in cash, bonds, debentures or obligations secured by the pledged assets of this Company or otherwise, and to hold or in any manner dispose of any part of the property, or property so acquired.

(3) To apply for, acquire, buy, sell, assign, lease, pledge, mortgage, or otherwise dispose of letters patent of the United States, or of any foreign country, and all or any rights, territorial or otherwise, thereunder. To apply for, acquire, hold, sell, assign, lease, mortgage, or otherwise dispose of patent rights, licenses, privileges, inventions, trade marks, trade names, and pending application therefor, relating to or useful in connection with any business of the Corporation. To use, manufacture or grant licenses under any letters patent owned or controlled by the Corporation, and to expend money in experimenting upon and testing the validity or value of any patent rights the Corporation may acquire or propose to acquire.

(4) 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 any 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, or assets so acquired in the stock, bonds or other securities of the Corporation or otherwise, as provided by law.

(5) To purchase or otherwise acquire, and to hold, sell, or otherwise dispose of, and to retire and reissue, shares of its own stock of any class in any manner now or hereafter authorized or permitted by law.

(6) To borrow or raise money for any of the purposes of the Corporation, and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for moneys so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon by mortgage or pledge or conveyance or assignment in trust of the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, debentures, notes or other obligations of the Corporation for its corporate purposes.

(7) 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 in the transaction of its business or any part thereof, or in the transaction of any 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 at all times be subject to the laws and statutes of each state and to the laws and statutes of the United States and foreign countries in which the same may be transacted or its property may be located.

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 this Certificate

of Incorporation or of any amendment thereto, and shall be each 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, privileges granted to, or conferred upon, corporation of a similar character by the General Laws of the State of Maryland now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted or conferred.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is 1028 Brincker Drive, Hagerstown, Maryland, 21740. The Resident Agent of the Corporation is Jimmie Wayne Hinkle, whose post office address is 1028 Brincker Drive, Hagerstown, Maryland, 21740. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have not less than three (3) directors, and Jimmie Wayne Hinkle, Murice C. Bicknell and Robert Dugan shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total amount of the authorized capital stock of the Corporation is One Thousand (1,000) shares of stock having no par value.

No stock in the Corporation shall be transferred to a person who is not already a stockholder unless the stock shall have been first offered for sale as follows: first, to the Corporation and secondly to the other stockholders of the Corporation at the same price and on the same terms as would govern upon a

transfer to a person not a stockholder. The offer to sell shall be in writing, shall set forth the price and terms, and shall be sent by registered mail to the Corporation and to each stockholder at the address listed on the Corporation books. The right to transfer the stock to a person not a stockholder shall not exist until the Corporation and the stockholders fail for a period of thirty days after receipt of the offer to accept the same by compliance with the terms therein set forth.

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 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.

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

(3) The Board of Directors shall have power to determine from time to time whether, and to what extent, and at what times and places, and under what conditions and regulations, the books, accounts and documents of the Corporation, or any of them, shall be open to the inspection of stockholders, except as

otherwise provided by statute or by the By-Laws; and, except as so provided, no stockholder shall have any right to inspect any book, account or document of the Corporation unless authorized so to do by resolution of the Board of Directors.

(4) Any Director, individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director, or in which any director may be interested as the holder of any amount of its capital stock or otherwise, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud, no contract or other transaction shall be thereby affected or invalidated; provided that in case a director, or a firm of which a director is a member, is so interested, such fact shall be disclosed or shall have been known to the Board of Directors or a majority thereof. Any director of the Corporation who is also a director or officer of, or interested in, such other corporation or association, or who, or the firm of which he is a member, is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which will 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 corporation or association or not so interested, or a member of a firm so interested.

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

(6) Unless the By-Laws otherwise provide, any officer or employee of the Corporation (other than a director) may be removed at any time with or without cause by the Board of Directors or by any committee or superior officer upon whom such power of removal may be conferred by the By-Laws or by authority of the Board of Directors.

(7) The Corporation reserves the right, from time to time, to make any amendments of its charter which may, now or hereafter, be authorized by law, including any amendments changing the terms of any of its outstanding stock by classification, reclassification or otherwise; but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change in the term thereof shall have been authorized by the holders of fifty-one percent (51%) of the shares of such stock at the time outstanding, by a vote at a meeting.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of
November
Incorporation on the 19th day of ~~October~~, 1974.

WITNESS:

Martina E. Lewis Jimmie Wayne Hinkle (SEAL)
JIMMIE WAYNE HINKLE

Martina E. Lewis James Alfred Avirett (SEAL)
JAMES ALFRED AVIRETT

Martina E. Lewis Sarah Avirett (SEAL)
SARAH AVIRETT

STATE OF MARYLAND,
ALLEGANY COUNTY, TO-WIT:

I HEREBY CERTIFY that on this 19th day of ~~October~~, November, 1974,
before me, the subscriber, a Notary Public, in and for the State of Maryland,
Allegany County, personally appeared JIMMIE WAYNE HINKLE, JAMES ALFRED
AVIRETT and SARAH AVIRETT, and acknowledged the foregoing Articles of
Incorporation to be their act and deed.

WITNESS my hand and Notarial Seal.



Sarah Avirett
NOTARY PUBLIC

ARTICLES OF INCORPORATION
OF
WHITE OAKS PIZZA HUT, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 20, 1974 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 36444

9

Recorded in Liber 2123, folio 281, 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



PAID
Rec. Fee \$ 5.00
Rec. Tax \$
Trans. Tax \$
TOTAL . . . \$
STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
MAY 6 11 12 AM '75
LIBER _____ FOLIO _____
LAND VAUGHN HAKER, CLERK

ARTICLES OF INCORPORATION
OF
HIS WAY, INC.

THIS IS TO CERTIFY:

313
FIRST: That we, the subscribers, Charles Preston Fouke/^{III} now residing at 1675 Bennie Avenue, Hagerstown, Maryland, James Martin Resh, Jr., now residing at Cedar Lawn (P.O.Box 685), Hagerstown, Maryland, Michael Raymond Jones, now residing at Route No. 2 (Box 41) Knoxville, Maryland, and Gregory Lee Haupt, now residing at Route No. 2 (Box 240), Boonsboro, Maryland. all being of full legal age and residents of the State of Maryland, do under and by virtue of the Public General Laws of the State of Maryland, authorizing the formation of Corporations, associate ourselves with the intention of forming a religious corporation.

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

THIRD: The post office address of said Corporation shall be P.O.Box 212, Hagerstown, Maryland.

FOURTH: The resident agent of said Corporation shall be Charles Preston Fouke, III, whose post office address is 1675 Bennie Avenue, Hagerstown, Maryland, and said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The duration of said Corporation shall be perpetual.

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

The Corporation shall be operated for the purposes of sharing the reality of the non-institutional Christ with the youth of the Tristate Area of Hagerstown by providing a properly supervised place or places for young people under the age of twenty-five (25) years to meet together to talk in depth with each

HARVEY M. MILLER
ATTORNEY AT LAW
HAGERSTOWN, MD.

other and with adults and to provide an opportunity for them to express themselves through activities which meet their needs, and through the use of the creative arts, and to publish and circulate the newsletter "His Way" to the youth of the Tristate area. The program shall be directed toward the unchurched youth, the nominal church youth, and the church related youth and their needs for self expression and group relationships, and the plan is to provide a place, program, the financial backing, and the adult leadership to establish and maintain this new venture in Christian Education to youth.

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

EIGHTH: The Corporation is being formed solely for religious, educational and social purposes and shall have no capital stock, and no part of the assets of the Corporation 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 religious, educational and social purposes.

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

TENTH: In the event of dissolution of the Corporation by voluntary action or by operation of law, then all assets of the

Corporation shall be converted into cash by the last duly elected Directors of the Corporation, or the survivors of them, or such other person or persons as shall be duly and legally authorized to do so, and after the payment of all debts and legal obligations of said Corporation, the balance remaining, if any, shall be distributed to:-

(1) A State, a Territory, a possession of the United States, or any political subdivision of any of the foregoing, or to the United States or the District of Columbia, to be used exclusively for public purposes; or

(2) A corporation, trust, or community chest, fund or foundation:

a. Created or organized in the United States or in any possession thereof, or under the law of the United States or Territory, the District of Columbia, or any possession of the United States;

b. Organized and operated exclusively for religious, charitable, scientific, literary, or education purposes or for the prevention of cruelty to children or animals;

c. Or the Four States Crusades for Christ, with offices in Hagerstown, Maryland, if operating and in existence at the time of dissolution; and

d. No part of the net earnings of which inures to the benefit of any private shareholder or individual; and

e. No substantial part of the activities of which is carrying on propoganda, or otherwise attempting to influence legislation.

The assets transferred to any organization listed above, shall be used within the United States, or any of its possessions, exclusively for the purposes specified in subparagraph "b".

ELEVENTH: The estate, property, interests and business of the Corporation shall be held and managed by a Board of Directors consisting of not less than four and not more than twelve, and Joshua T. Haymes, now residing at 2 Davis Drive, Williamsport, Maryland, Charles Preston Fouke, Jr., now residing at 1675 Bennie Avenue, Hagerstown, Maryland, Jo Ellen Forsyth, now residing at 805

Frederick Street, Hagerstown, Maryland, and Bruce L. Shank, now residing at 117 Mont Valla Drive, Hagerstown, Maryland, shall serve as Directors until their successors are duly chosen . The members of the Board of Directors shall be selected at the time and place, and in the manner and for the term fixed by the Bylaws of said Corporation.

The Officers of the Corporation shall be a President, Vice President, Secretary and Treasurer, which offices shall be elected annually as provided for by the Bylaws of said Corporation. Said officers shall perform the duties usually assigned to their respective offices.

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

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

IN WITNESS WHEREOF, we have hereunto signed our names and affixed our seals this 14th day of November, A. D. 1974.

Charles Preston Fouke III (SEAL)
Charles Preston Fouke, III

James Martin Resh, Jr. (SEAL)
James Martin Resh, Jr.

Michael Raymond Jones (SEAL)
Michael Raymond Jones

Gregory Lee Haupt (SEAL)
Gregory Lee Haupt

Test:

Harvey M. Miller

HARVEY M. MILLER
ATTORNEY AT LAW
HAGERSTOWN, MD.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 14th day of November, A.D. 1974, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Charles Preston Fouke, ^{III} James Martin Resh, Jr., Michael Raymond Jones and Gregory Lee Haupt, 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.


Notary Public

ARTICLES OF INCORPORATION

OF

HIS WAY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland November 22, 1974 at 8:30 o'clock A.M. as in conformity with law and ordered recorded.

A 36499

Recorded in Liber 2124, 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 K. Kelly



PAID

Rec. Fee \$ 3.50
Rec. Tax \$
Trans. Tax \$ May 6 11 13 AM '75
TOTAL . . . \$
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION

OF

MASSOUD B. ALIZADEH, M. D., P. A.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Massoud B. Alizadeh, whose post office address is Main Street, Clear Spring, Maryland, being at least twenty-one (21) years of age and licensed to practice medicine in the State of Maryland, do, under and by virtue of the Professional Service Corporation Act, Sections 430 to 444 of the General Laws of the State of Maryland authorizing the formation of Professional Corporations, form a Professional Corporation by the execution and filing of these Articles.

SECOND: That the name of the corporation (which is herein-after called the "Corporation") is:

MASSOUD B. ALIZADEH, M. D., P. A.

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

(a) To engage in the practice of medicine in the State of Maryland, in conformity with the principles of ethics of the American Medical Association, through its employees and agents who are duly licensed or otherwise legally authorized to render such professional services within the State of Maryland; provided, however, that the term "employees" as used herein, shall not include clerks, secretaries, bookkeepers, technicians and other assistants who are not usually or ordinarily considered by custom and practice to be rendering professional services to the public for which a license or other legal authorization is required.

(b) To enter into and perform contracts and agreements for the purpose of rendering medical services, with any person, firm, association, corporation, hospital, municipality, county, state, nation, or other body politic, or with any colony, dependency, or agency of any of the foregoing.

(c) To purchase, lease or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of personal property or equipment of every kind, necessary for the rendering of its professional services.

(d) To purchase, lease, or otherwise acquire, hold, maintain, develop, improve, let, convey, mortgage, sell, transfer, exchange, or in any manner encumber or dispose of real property, wherever situate, necessary for the rendering of its professional services.

(e) To invest its funds in real estate, mortgages, stocks, bonds, and other types of investments.

(f) To purchase or otherwise acquire, hold and reissue, as permitted by law, shares of its capital stock of any class.

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

(h) To consolidate or merge with another domestic professional corporation organized under the Professional Service Corporation Act of this State to render the same specific professional services.

(i) To carry on the purposes, objectives and services of the Corporation through others for its own account, or for

the account of others, or through others for its own account, or with others in a partnership or joint venture or other entity, whether as a limited or general partner, or otherwise; provided, however, that the professional services of the Corporation may only be carried on through, for or with others, authorized to render the same professional services as that of the Corporation.

The foregoing enumeration of the purposes, objects and services of the Corporation is not intended, by mention of any particular purpose, object or service, in any manner to limit or restrict the powers conferred upon the Corporation by the general laws of the State of Maryland. The Corporation is formed upon these articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relating to corporations formed under the Professional Service Corporation Act of the General Laws of this State, provided, however, that if the Corporation, at any time and for any reason ceases to be, or is disqualified from operating as, a Professional Service Corporation under and by virtue of the Professional Service Corporation Act of Maryland, it shall thereupon be converted into, and shall operate thereafter solely as a corporation under the General Laws of the State of Maryland, exclusive of the Professional Service Corporation Act.

FOURTH: That the post office address of the principal office of the Corporation in the State of Maryland is Main Street, Clear Spring, Maryland. ²¹⁷³² The resident agent of the Corporation is Massoud B. Alizadeh, whose post office address as resident agent is Main Street, Clear Spring, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Ten Thousand (10,000) shares of common stock of the par value of Ten Dollars (\$10.00) per

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

SIXTH: The Corporation shall have one (1) Director (which number may be increased or decreased, but not to be less than one (1), pursuant to the By-Laws of the Corporation) and the following named person shall act as such until the first annual meeting or until a successor or successors are duly chosen and qualify:

Massoud B. Alizadeh

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

(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 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, provided by law or as may be set forth in the By-laws of the Corporation.

(b) The Board of Directors shall have the power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; 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 shareholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of

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

(c) 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 the 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.

(d) Except as otherwise provided, herein, 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 vote of shareholders, all powers of the Corporation, whether conferred by law or by these Articles, to purchase, lease or otherwise acquire the business or assets, in whole or in part, of other corporations or unincorporated business entities organized to render the same specific professional service provided for this Corporation.

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

and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(f) 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 shareholders, which is more than a majority of the total number of votes entitled to be cast thereon, 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.

(g) 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 a majority of all of such stock, the terms of which are being changed, at the time outstanding by vote at a meeting or in writing with or without a meeting.

(h) The Corporation shall have such officers, as may from time to time be provided in the By-Laws, subject to the limitations and restrictions therein; and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the By-Laws or as may be determined from time to time by the Board of Directors subject to the By-Laws.

(i) No contract or other transaction between this Corporation and any other firm, association or corporation shall in any way be affected or invalidated by the fact that any one or more of the directors of this corporation are pecuniarily or

otherwise interested in or is a member, director or officer or are members, directors or officers of such firm, association or corporation; any director or directors individually or jointly or any firm, association, or corporation of which any director may be a member, may be a party or parties 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, association or corporation is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof.

EIGHTH: This Corporation shall have perpetual existence.

IN WITNESS WHEREOF, I have signed the Articles of Incorporation on the 2ND day of DECEMBER, 1974.

Massoud B. Alizadeh
Massoud B. Alizadeh

WITNESS:

Paul Meyers

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

I HEREBY CERTIFY, That on this 2ND day of DECEMBER, A. D., 1974, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Massoud B. Alizadeh, and made oath in due form of law that the foregoing Articles of Incorporation are his act and deed.

Witness my hand and official Notarial Seal.

Paula A. Kendle
Notary Public



My Commission Expires: July 1, 1978.

ARTICLES OF INCORPORATION
OF
MASSOUD B. ALIZADEH, M. D., P. A.

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 4, 1974 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 36718

8

Recorded in Liber 2126, folio 134 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.

[Signature]



PAID

Rec. Fee \$ 4.75
Rec. Tax \$
Trans. Tax \$
TOTAL . . . LIBER FOLIO
MAY 6 11 14 AM '75
LAND
VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION

OF

PIZZA HUT OF HAGERSTOWN, INC.

THIS IS TO CERTIFY:

FIRST: We, the undersigned, Kenneth J. Mackley, whose post office address is 100 West Washington Street, Hagerstown, Maryland, 21740, Howard W. Gilbert, Jr., whose post office address is 100 West Washington Street, Hagerstown, Maryland, 21740, and Patricia L. Witmer, whose post office address is 100 West Washington Street, Hagerstown, Maryland, 21740, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is herein-after called the Corporation) is PIZZA HUT OF HAGERSTOWN, INC.

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

To own, conduct, operate, maintain and carry on the business of restaurant, and to sell and dispense foods, beverages and liquids of all kinds, and to do any and all things necessary and pertinent to said business.

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 Dual Highway and Mt. Aetna Road, Hagerstown, Maryland, 21740. The name and post office address of the resident agent of the Corporation in this State are Jimmie W. Hinkle, c/o Pizza Hut, Dual Highway and Mt. Aetna Road, Hagerstown, Maryland, 21740. Said resident agent is a citizen actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is twenty thousand (20,000) shares of the par value of Ten Dollars (\$10.00) a share, all of one class, and having an aggregate par value of Two Hundred 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 Jimmie W. Hinkle, Maurice C. Bicknell, and Rosel Eason.

SEVENTH: The following provision is hereby adopted for the purpose of defining, limiting and regulating the power of the Corporation and of the directors and stockholders:

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on December 6, 1974.

WITNESS:

Karen Palmer

Kenneth J. Mackley (SEAL)
Kenneth J. Mackley

Karen Palmer

Howard W. Gilbert, Jr. (SEAL)
Howard W. Gilbert, Jr.

Karen Palmer

Patricia L. Witmer (SEAL)
Patricia L. Witmer

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 6th day of December, 1974, before me, a Notary Public in and for the State and County aforesaid, personally appeared Kenneth J. Mackley, Howard W. Gilbert, Jr., and Patricia L. Witmer and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal.

Karen Palmer
Notary Public

My Commission Expires:
July 1, 1978



ARTICLES OF INCORPORATION
OF
PIZZA HUT OF HAGERSTOWN, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 9, 1974 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 36874

3

Recorded in Liber 2127, folio 187, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

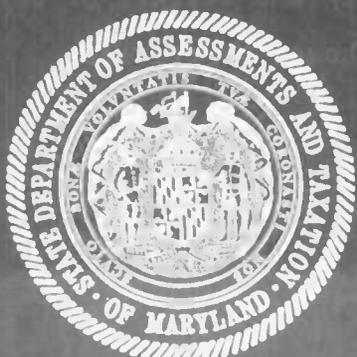
Bonus tax paid \$40.00 Recording fee paid \$15.00

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.

Bushnell Keller



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

MAY 6 11 14 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION
OF
SPRING VALLEY HAVEN, INC.

THIS IS TO CERTIFY:

FIRST: That I, Richard W. Lauricella, whose post office address is 123 West Washington Street, Hagerstown, Maryland, 21740, being over twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations intend to form a corporation by the execution and filing of these Articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is SPRING VALLEY HAVEN, INC.

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

(a) To be organized and act exclusively for charitable, religious, educational and scientific purposes including, for such purposes, the making of distribution 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).

(b) To operate, conduct and maintain exclusively for charitable and educational purposes a non-profit residential care center for male and female aged, without regard to their race or color, origin, inception, severity, duration or any aged disabilities or the magnitude of any impediments, so long as they do not endanger the health, safety and welfare of any individual in the employ or care of the home; to provide

facilities for the comfort, care, tending, treatment, supervision, guidance, instruction and training of the aged; to inform, educate, advise, assist and encourage the families of said aged individuals, as well as other interested persons, in the care and understanding of aged individuals; to receive gifts, grants and donations from any source whatsoever and to apply the income and principal therefrom to promoting the above set forth purposes; and it shall be within the powers of the Corporation to use, as a means to that end, the cooperation and aid of agencies, organizations and facilities, whether public, private, State or Federal, which from time to time may aid and assist the Corporation in promoting and accomplishing the above set forth purposes.

(c) To improve, manage, develop, sign, assign, transfer, lease, mortgage, grant a security interest in, pledge, or otherwise dispose of or deal with all or any part of the property of the Corporation and from time to time to vary any investment or employment of funds of the Corporation.

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

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

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

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

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

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

The 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: 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 Third hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the

Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income tax under section 501(c)(3) of the Internal Revenue Code of 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).

FIFTH: 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 such assets not so disposed of shall be disposed of by the Court of Common Pleas of the country 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.

SIXTH : The post office address of the principal office of the Corporation in this State is Box 149, Clear Spring, Maryland.

The resident agent of the Corporation is Richard W. Lauricella, whose post office address is 123 West Washington Street, Hagerstown, Maryland, 21740. Said resident agent is a citizen of the State of Maryland and actually resides therein.

SEVENTH: The Corporation is not authorized to issue any capital stock of any class whatsoever. The Board of Trustees shall choose the first members of the Board in accordance with the By-Laws of the Corporation.

The Board of Trustees shall have not more than seven (7) Trustees, and Robert Timmons, Benjamin Thomas, Richard Lauricella and Donald Myers shall act as such until the first annual meeting, or until their successors are duly chosen and qualify to take office. At no time shall the Corporation have less than three (3) Trustees.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 10th day of December 1974.

WITNESS:

Marion Marshall

Richard W. Lauricella
Richard W. Lauricella

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this *10th* day of *December*, 1974, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Richard W. Lauricella and acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and Notarial Seal.

Marion Marshall
Notary Public

My commission expires:

7/1/78

KAYLOR, SPENCE
AND LAURICELLA
ATTORNEYS AT LAW
HAGERSTOWN, MARYLAND

ARTICLES OF INCORPORATION
OF
SPRING VALLEY HAVEN, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 12, 1974 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 36987

8

Recorded in Liber 2129, folio 75, 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 Kella



PAID
Rec. Fee \$ 4.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
MAY 6 11 14 AM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER, CLERK

Received for Record May 6, 1975
at 11:15 AM LIBER 24

OF MARYLAND

MAY -6-75 A# 12417 *****3.75

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: THAT WE, THE SUBSCRIBERS, MARTIN J. BAMBRICK, WHOSE POST OFFICE ADDRESS IS HAGERSTOWN, MARYLAND, 21740, HENRY E. FORSYTHE, WHOSE POST OFFICE ADDRESS IS HAGERSTOWN, MARYLAND, 21740, AND RUTH M. FORSYTHE, M. MAUREEN BAMBRICK, WHOSE ADDRESS IS HAGERSTOWN, MARYLAND, 21740 AND ALL OF WASHINGTON COUNTY, MARYLAND, ALL BEING OF FULL LEGAL AGE UNDER AND BY VIRTUE OF THE GENERAL LAWS OF THE STATE OF MARYLAND, AUTHORIZING THE FORMATION OF CORPORATIONS, ASSOCIATE OURSELVES WITH THE INTENTION OF FORMING A CORPORATION.

SECOND: THAT THE NAME OF THE CORPORATION IS "DAIRY SUPPLY AND EQUIPMENT CORPORATION OF MARYLAND."

THIRD: THE PURPOSE FOR WHICH THE CORPORATION IS FORMED AND THE BUSINESS OBJECTS TO BE PROMOTED BY IT ARE AS FOLLOWS:

THE BUYING AND SELLING OF ANYTHING RELATED TO FARM, RECREATIONAL, HOUSEHOLD, INCLUDING ALL PHASES OF MATERIALS-SERVICING, MANUFACTURING, CONSTRUCTION, REMODELING, DEVELOPING- AND THE PURCHASE OF SAME, ACQUISITION AND SALE OF IMPROVED AND UNIMPROVED PROPERTY OF ALL DESCRIPTIONS AND NATURE; THE LEASING AND OPTIONING OF PROPERTY: THE CONSTRUCTION OF HOMES, BUILDINGS, SEWERS, WATER LINES, AND OTHER CONSTRUCTION INCIDENT TO THE DEVELOPMENT OF PROPERTY.

TO ACQUIRE THE GOOD WILL, RIGHTS, PROPERTY, LICENSES, PRIVILEGES, OF ANY PERSON, FIRM, ASSOCIATION OR CORPORATION AND TO PAY FOR THE SAME IN CASH, BONDS, DEBENTURES OR STOCK OF THIS CORPORATION OF OBLIGATIONS SECURED BY THE PLEDGED

ASSETS OF THIS COMPANY OR OTHERWISE, AND TO HOLD OR IN ANY MANNER DISPOSE OF ANY PART OF THE PROPERTY OF PROPERTIES OR BUSINESSES SO ACQUIRED.

TO PURCHASE, HOLD, RETIRE OR REISSUE SHARES OF ITS OWN CAPITAL STOCK IN THE MANNER PROVIDED BY THE CODE OF PUBLIC GENERAL LAWS OF MARYLAND.

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 IN THE TRANSACTION OF ITS BUSINESS OR ANY PART THEREOF, OR IN THE TRANSACTION OF ANY BUSINESS THAT MAY BE CALCULATED, DIRECTLY OR INDIRECTLY, TO ENHANCE THE VALUE OF ITS PROPERTY OF RIGHTS, PROVIDED THAT IN THE TRANSACTION OF ITS BUSINESS, THE CORPORATION SHALL AT ALL TIMES BE SUBJECT TO THE LAWS AND STATUTES OF EACH STATE AND TO THE LAWS AND STATUTES OF THE UNITED STATES AND FOREIGN COUNTRIES IN WHICH THE SAME MAY BE TRANSACTED OR ITS PROPERTY MAY BE LOCATED.

IN ADDITION TO THE AFORESAID POWERS THE CORPORATION SHALL AT ALL TIMES HAVE AND ENJOY ALL THE RIGHTS, PRIVILEGES, POWERS AND IMMUNITIES PROVIDED UNDER THE CODE OF PUBLIC GENERAL LAWS OF MARYLAND.

IT IS THE INTENTION THAT THE OBJECTS AND PURPOSES SPECIFIED IN THIS ARTICLE THIRD SHALL NOT, UNLESS OTHERWISE SPECIFIED HEREIN, BE IN ANYWISE LIMITED OR RESTRICTED BY THIS OR ANY OTHER ARTICLE IN THESE ARTICLES OF INCORPORATION, BUT THAT THE OBJECTS AND PURPOSES SPECIFIED IN EACH OF THE CLAUSES OF THIS ARTICLE SHALL BE REGARDED AS INDEPENDENT OBJECTS AND PURPOSES. IT IS ALSO THE INTENTION THAT SAID CLAUSES BE SEPARATELY CONSTRUED AS TO BOTH PURPOSES AND POWERS AND, GENERALLY, THAT THE CORPORATION SHALL BE AUTHORIZED TO EXERCISE AND ENJOY ALL POWERS,

RIGHTS, FRANCHISES AND PRIVILEGES, GRANTED TO OR CONFERRED UPON CORPORATIONS OF THIS CHARACTER BY THE LAWS OF THE STATE OF MARYLAND, AND THE ENUMERATION OF CERTAIN POWERS AS HEREIN SPECIFIED IS NOT INTENDED AS EXCLUSIVE OF OR AS A WAIVER OF ANY OF THE POWERS, RIGHTS, FRANCHISES OR PRIVILEGES GRANTED OR CONFERRED BY THE LAWS OF SAID STATE NOW OR THAT MAY HEREAFTER BE IN FORCE.

FOURTH: THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE WILL BE LOCATED AT 161 DONNYBROOK DR., HAGERSTOWN, MARYLAND, 21740, AND THE RESIDENT AGENT OF THE CORPORATION IS MARTIN J. BAMBRICK, WHOSE POST OFFICE ADDRESS IS 161 DONNYBROOK DR., HAGERSTOWN, MARYLAND, 21740. SAID RESIDENT AGENT IS A CITIZEN OF THE STATE OF MARYLAND, AND ACTUALLY RESIDES THEREIN.

FIFTH: THE CORPORATION SHALL NOT HAVE LESS THAN (3) THREE DIRECTORS, OR SUCH OTHER NUMBER NOT LESS THAN (3) THREE AS THE HOLDERS OF THE MAJORITY OF THE STOCK ENTITLED TO VOTE MAY FROM TIME TO TIME DETERMINE, AND MARTIN J. BAMBRICK, HAGERSTOWN, MARYLAND 21740, HENRY E. FORSYTHE, HAGERSTOWN, MARYLAND, 21740, RUTH M. FORSYTHE, N. MAUREEN BAMBRICK, HAGERSTOWN, MARYLAND, 21740, SHALL SET AS SUCH DIRECTORS UNTIL THE FIRST ANNUAL MEETING OR UNTIL THEIR SUCCESSORS ARE TO BE CHOSEN AND QUALIFIED.

SIXTH: THE TOTAL AMOUNT OF THE AUTHORIZED CAPITAL STOCK OF THE CORPORATION IS TEN THOUSAND (10,000) SHARES ALL OF WHICH SHALL BE COMMON STOCK WITH PAR VALUE OF TEN DOLLARS (\$10.00) PER SHARE.

SEVENTH: THE BOARD OF DIRECTORS OF THE CORPORATION IS HEREBY EMPOWERED TO AUTHORIZE THE ISSUENCE FROM TIME TO TIME OF SHARES OF ITS STOCK, WHETHER NOW OR HEREAFTER AUTHORIZED, AND SECURITIES CONVERTIBLE INTO SHARES OF ITS STOCK, WHETHER NOW OR HEREAFTER AUTHORIZED, FOR SUCH CONSIDERATION AS THE SAID BOARD OF DIRECTORS MAY DEEM ADVISABLE, SUBJECT TO SUCH LIMITATIONS OF RESTRICTIONS, IF ANY, AS MAY BE SET FORTH IN THE BY-LAWS OF THE CORPORATION.

EIGHTH: EXCEPT AS MAY BE OTHERWISE REQUIRED BY STATUTE THE HOLDERS OF THE SAID COMMON STOCK SHALL EXCLUSIVELY POSSESS VOTING POWER FOR THE ELECTION OF DIRECTORS AND FOR ALL PURPOSES RELATING TO THE BUSINESS OF THE CORPORATION WHICH MAY BE PROVIDED BY 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 29th DAY OF November 1974.

IN THE PRESENCE OF:

<u>Barbara A Ott</u>	<u>Martin Bambrick</u> (SEAL) MARTIN J. BAMBRICK
<u>Barbara A Ott</u>	<u>Henry E. Forsythe</u> (SEAL) HENRY E. FORSYTHE
<u>Barbara A Ott</u>	<u>Ruth M. Forsythe</u> (SEAL) RUTH M. FORSYTHE
<u>Barbara A Ott</u>	<u>M. Maureen Bambrick</u> (SEAL) M. MAUREEN BAMBRICK

STATE OF MARYLAND, WASHINGTON COUNTY, TO WIT:

I HEREBY CERTIFY, THAT ON THIS 29 DAY OF Nov 1974 BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC OF THE STATE OF MARYLAND, IN AND FOR THE COUNTY AFORESAID, PERSONALLY APPEARED MARTIN J. BAMBRICK, HENRY E. FORSYTHE, RUTH M. FORSYTHE, M. MAUREEN BAMBRICK, AND ACKNOWLEDGED THE AFOREGOING ARTICLES OF INCORPORATION TO BE THEIR ACT.

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

Barbara A Ott
NOTARY PUBLIC
7-1-78



ARTICLES OF INCORPORATION
OF
DAIRY SUPPLY AND EQUIPMENT CORPORATION OF MARYLAND

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 16, 1974 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 37048

5

Recorded in Liber 2130, folio 198, 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



PAID

Rec. Fee \$ 3.75

Rec. Tax \$

Trans. Tax \$

TOTAL . . . \$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

MAY 6 11 15 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN T. BAKER, CLERK

Received for Record May 6, 1975 at 11:28 AM LIBER 24

Peoples Gospel Tabernacle

COR. SECURITY RD. & FRIDINGER AVE. - HAGERSTOWN, MD. 21740

REV. DANIAL J. BARNHART, Pastor - REV. MICHAEL L. JONES, Co-Pastor

DEC 12 10 25 AM '74

A meeting of the congregation of the PEOPLES GOSPEL TABERNACLE OF HAGERSTOWN, MARYLAND was held on September 29, 1974. Members of the congregation were notified by bulletin of the meeting and the purpose there of.

The following amendment to the Articles of Incorporation of January 17, 1965 were presented for approval:

In addition to the powers conveyed to the Board of Trustees in ITEM 2 of the ARTICLES OF INCORPORATION of January 17, 1965, the Board of Trustees shall have the power to say if we may ordain ministers and send forth evangelist and christian workers.

The amendment was approved by a majority of the present.

The Witness Thereof, the undersigned Trustees have hereunto set their hands and seals this 29, day of September, A.D. 1974

Attest to corporation seal

PEOPLES GOSPEL TABERNACLE OF HAGERSTOWN, MD.



Rev. Daniel J. Barnhart
THE REV. DANIEL J. BARNHART, PRESIDENT

Rev. Michael L. Jones
THE REV. MICHAEL L. JONES, SECRETARY

State of Maryland, Washington County to wit:

I herby certify that before me, a notary public for the State of Maryland, County of Washington, personally appeared The Rev. Daniel J. Barnhart, President of Peoples Gospel Tabernacle and on behalf of said corporation acknowledge the foregoing amendment to be the act and deed of said corporation.



h2. NY 80 6:15:30 AM '74 NOTARY PUBLIC

J. Ann Pickett
NOTARY PUBLIC

my commission expires 11/1/78

ARTICLES OF AMENDMENT
OF
THE PEOPLE'S GOSPEL TABERNACLE OF HAGERSTOWN, MD.

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 12, 1974 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 36929

2

Recorded in Liber 2128, folio 123, 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



PAID
Rec. Fee \$ 2.50
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL : : : \$ _____
STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
MAY 6 11 28 AM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN I BAKER CLERK

Received for Record May 6, 1975
at 11:29 AM Liber 24

May 6 1 2419 ARF \$375

137

MACHT, WILLIAMS & LAZO - ASSOCIATED RADIOLOGISTS, P.A.

ARTICLES OF AMENDMENT

THIS IS TO CERTIFY:

FIRST: That the Articles of Incorporation of Macht, Williams & Lazo - Associated Radiologists, P.A., a Maryland Corporation, are hereby amended by deleting existing Article SECOND in its entirety and adding a new article to read as follows:

SECOND: The name of the Professional Service Corporation (which is herein-after called the "Corporation"), is: ASSOCIATED RADIOLOGISTS, P.A.

SECOND: The amendment to the Charter of the Corporation has been duly advised by the Board of Directors and approved by the Stockholders of the Corporation.

THIRD: The undersigned acknowledge these Articles of Amendment to be the corporate act of said Corporation and with respect to all matters and facts otherwise required to be verified under oath, the undersigned acknowledge that, to the best of their knowledge, information, and belief, such matters and facts are true in all material respects and such statement is made under the penalties of perjury.

FOURTH: That the Corporation currently has four shareholders.

IN WITNESS WHEREOF, Macht, Williams & Lazo - Associated Radiologists, P.A., 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 on this 20th day of November, 1974.

ATTEST:

Macht, Williams & Lazo -
Associated Radiologists, P.A.

Alfonso Lazo, M.D.
Alfonso Lazo, Secretary

Stanley H. Macht, M.D.
Stanley H. Macht, President



MEDICAL and CHIRURGICAL FACULTY
of the STATE OF MARYLAND

139

1211 Cathedral Street

Baltimore, Maryland 21201

Telephone 539-0872 (Area Code 301)

November 20, 1974

PERSONAL AND CONFIDENTIAL

Mr. Barry D. Berman
10 Light Street
Baltimore, Maryland 21202

Dear Mr. Berman:

The Physician/Patient Relations Committee at its November 19, 1974, meeting voted to approve the following request for professional corporate name:

"Associated Radiologists, P.A."

The Committee has directed me to advise you of the existence of the following professional corporate name, which may create some confusion between the two organizations:

"Radiology Associates, P.A."

Should you wish to reconsider the name Associated Radiologists, P.A., please request us to do so.

Sincerely,

Roland T. Smoot, M.D.
Chairman
Physician/Patient Relations Committee

S/S/gp

ARTICLES OF AMENDMENT

OF

MACHT, WILLIAMS & LAZO - ASSOCIATED RADIOLOGISTS, P.A.

changing its name to:

ASSOCIATED RADIOLOGISTS, P.A.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 4, 1974 at 8:30 o'clock A.M. as in conformity with law and ordered recorded.

A 36747

4

Recorded in Liber 2126, folio 172, 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 K. Keller

PAID

Rec. Fee \$ 3.75

Rec. Tax \$ STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

Trans. Tax \$

TOTAL . . . \$ MAY 6 11 29 AM '75

LIBER F016

LAND VAUGHN J. RAFFER, CLERK



TO: The State Department of Assessment and Taxation

"Resolved, by the Board of Directors of Baumgardner Enterprises, Inc., a Maryland corporation, that the principal office of said corporation, be, and is hereby changed to 2207 Jefferson Blvd., Washington County, State of Maryland to comply with Article 23, Section 8 of the Annotated Code of Maryland, and that the President and Secretary execute on behalf of said corporation, and under its corporate seal."

We, Allen M. Baumgardner, President, and Mary Alice Baumgardner, Secretary of Baumgardner Enterprises, Inc. a corporation duly organized and existing under the laws of the State of Maryland, hereby certify that the foregoing is a true and correct copy of the resolution duly and legally adopted by the Directors of said corporation at a meeting held at 2207 Jefferson Blvd., Hagerstown, Washington County, Maryland, on the 8th day of January, 1975.

Witness our hands this 8th day of January, 1975.


Allen M. Baumgardner, President

ATTEST AS TO
CORPORATE SEAL:


Mary Alice Baumgardner
Secretary



NOTICE OF CHANGE OF PRINCIPAL OFFICE

OF

BAUMGARDNER ENTERPRISES, INC.

received for record January 17, 1975 ² at 8:45 A.M.

and recorded on Film No. **2134** Frame No. **188** one of

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

To the clerk of the Circuit court of Washington County

AA N^o 11681

Special Fee Paid \$3.00
Recording Fee Paid 2.00

Total \$5.00

Mr. Clerk - Mail to: Allen M. Baumgardner
134 West Washington Street
Hagerstown, Maryland 21740

PAID

Rec. Fee \$ 1.00

Rec. Tax \$ _____

Trans. Tax \$ _____

TOTAL . . . \$

alk

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 1 10 20 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. DAKER, CLERK

Received for record: July 1, 1975
Time: 10:20 A.M. Liber: 24

143

JD -1-75 B 18549 *****1.00

JAN 10 9 13 AM '75

To: The State Department of Assessment and Taxation

Resolved, by the Board of Directors of Junior Achievement
of Washington County, Inc., a Maryland corporation, that

Allen M. Baumgardner /, whose address is 134 W. Washington St., Hagerstown
Md. be and he hereby is appointed Resident

Agent of this corporation in the State of Maryland to comply
with Article 23 of the Annotated Code of Maryland, and that the
President and Secretary execute on behalf of this corporation,
and under its corporate seal.

Be it further resolved that the appointment of the present
resident agent of this Corporation, namely William D. Clopper, is
hereby revoked as of this date.

" We, Robert Gentry, President, and Roger W. Miller, Secretary
of Junior Achievement of Washington County, Inc., a corporation
duly organized and existing under the laws of the State of Maryland
hereby certify that the foregoing is a true and correct copy of
the resolution duly and legally adopted by the directors of said
corporation at a meeting held at Hagerstown, Maryland, on the
29th day of October, 1974."

Witness our hand this 29th day of October, 1974.



Robert G. Gentry
President

Attest: Roger W. Miller
Secretary

NOTICE OF CHANGE OF RESIDENT AGENT AND AGENT'S ADDRESS
OF
JUNIOR ACHIEVEMENT OF WASHINGTON COUNTY, INC.

received for record January 17, 1975 **2**, at 8:45 A. M.
and recorded on Film No. **2134** Frame No. **189** one of
the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit court of Washington County

AA N^o 11682

Special Fee Paid \$3.00
Recording Fee Paid 2.00
Total \$5.00

Mr. Clerk - Mail to: Allen M. Baumgardner
134 West Washington Street
Hagerstown, Maryland 21740

PAID

alk

Rec. Fee \$ 1.00
Rec. Tax \$ _____
Trans. Tax \$ _____

TOTAL . . . \$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

Jul 1 10 20 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

Received for record: July 1, 1975
Time: 10:20 A.M. Liber: 24

M -1-75 B# 18548 ***** 145
250

PENTECOST CHRISTIAN HOLINESS CHURCH

ARTICLES OF AMENDMENT

JAN 21 9 56 AM '75

Pentecost Christian Holiness 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 Article 2 on page 1, captioned "SECOND" and inserting in lieu thereof the following:

"SECOND: The name of the corporation (which is hereinafter called the Corporation) is the GAPLAND ASSEMBLY OF GOD in affiliation with the General and Potomac District Councils of the Assemblies of God with Headquarters in Springfield, Missouri and Fairfax, Virginia, respectively."

and by striking out Article 3, paragraph (d), captioned "THIRD" and inserting in lieu thereof the following:

"(d) The Corporation shall have power to improve, buy and sell real estate, wheresoever situate, and fixtures and personal property incident thereto and connected therewith; to acquire by purchase, lease 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; provided, however, that any or all of the powers contained in this paragraph shall first have been approved by the congregation after ten days' notice, subject to the provisions of the church's constitution and by-laws in force at the time of the said meeting."

and by striking out Article 3, paragraph (e), captioned "THIRD" and inserting in lieu thereof the following:

"(e) The Corporation is affiliated with, and a part of, the Potomac District Council of the Assemblies of God and shall be extended all the benefits and obligations of that organization, and it shall have all the powers conferred by Article 23, Sections 256-314 of the Code of General Laws, 1957, or any amendments thereto, and the enumeration of specific powers in this Articles of Incorporation are in furtherance of and not in limitation of the General Powers conferred by law. "

and by striking out Article 4, page 2, captioned "FOURTH" and inserting in lieu thereof the following:

"FOURTH: The principal office of the Corporation in the State of Maryland will be at Route 67 in Washington County, Maryland. The resident agent of the Corporation is Otha Reed, whose address is R. F. D. #2, Knoxville, Maryland"

and by striking out Article 5, page 2, captioned "FIFTH" and inserting in lieu thereof the following:

"FIFTH: The property and business of this corporation shall be conducted in accordance to its constitution and by-laws, which shall make provisions for its business meeting with the stipulation that there shall be no less than four trustees, including the pastor, and that the legal voting age be the same as that set forth by the State of Maryland. "

SECOND: The members of the Pentecost Christian Holiness Church of Gapland, Maryland, Incorporated, met on June 13, 1973, in a duly

called business meeting for the stated purpose of acting to amend the charter of the corporation as set forth above. The amendment of the charter as hereinabove set forth was approved by the members of the Corporation at said meeting by the affirmative vote of two-thirds of the members present and voting.

IN WITNESS WHEREOF, Pentecost Christian Holiness Church of Gapland, Maryland, Incorporated, has caused these presents to be signed in its name and on its behalf by the President and attested by its Secretary on December 21, 1974.

Attest: Pentecost Christian Holiness Church

Edna F. Haga, Secretary
(Mrs) Edna F. Haga, Secretary

By: Rev. Maurice Q. Spencer
Rev. Maurice Q. Spencer
President

STATE OF Maryland
County of Washington

I HEREBY CERTIFY that on December 21-1974 before me the subscriber, a notary public of the State of Maryland in and for the County of Washington, personally appeared Maurice Q. Spencer, President of Pentecost Christian Holiness Church, a Maryland Corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation and further made oath in due form of law that the matters and facts set forth in said Articles of Amendment with respect to the

approval thereof are true to the best of his knowledge, information and belief.

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



Walter R Baker
Notary Public
Hagerstown Md
my Comm Expires 7-1-78

2.50

ARTICLES OF AMENDMENT
 OF
 PENTECOST CHRISTIAN HOLINESS CHURCH
 changing its name to:
 GAPLAND ASSEMBLY OF GOD

approved and received for record by the State Department of Assessments and Taxation
 of Maryland January 20, 1975 at 8:30 o'clock A. M. as in conformity
 with law and ordered recorded.

A 37840

5

Recorded in Liber 2141, folio 212, 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



PAID
 Rec. Fee \$ 2.50
 Rec. Tax \$ _____
 Trans. Tax \$ _____
 TOTAL . . . \$ _____

STATE OF MARYLAND
 WASHINGTON COUNTY
 RECEIVED FOR RECORD
 Jul 1 10 20 AM '75
 LIBER _____ FOLIO _____
 LAND _____
 VAUGHN J. BARRER, CLERK

ARTICLES OF INCORPORATION
OF
WILLIAM MYERS DRESS CO., INC.

THIS IS TO CERTIFY:

FIRST: That Grace H. Myers, whose post office address is 650 Northern Avenue, Hagerstown, Maryland 21740; being at least twenty-one years of age, is hereby forming a corporation under and by virtue of the General Laws of the State of Maryland by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is WILLIAM MYERS DRESS CO. INC.,.

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

(a) To manufacture, buy, sell, distribute and deal in clothing and wearing apparel of every description, and any and all materials or articles required for, or used or useful in connection with, all or any of the objects aforesaid.

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

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

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

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

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

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

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

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

The 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 Public Square, Hagerstown, Maryland, 21740. The resident agent of the Corporation is Grace H. Myers, whose post office address is 650 Northern Avenue, Hagerstown, Maryland 21740. Said resident agent is a citizen of the State of Maryland actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000.00) 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 number of directors of the Corporation shall be three, and no more than five which number may be increased pursuant to the by-laws of the Corporation but shall never be less than three; the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Grace H. Myers, William A. Myers and Constance S. Myers.

(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 of a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such 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 Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such

change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

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

EIGHT: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 7th day of January, 1975.

Grace H. Myers (SEAL)
Grace H. Myers

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 7th day of January, 1975, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Grace H. Myers, and acknowledged the foregoing Articles of Incorporation to be her act.

WITNESS my hand and Official Notarial Seal.

KAYLOR, SPENCER
AND LAURENCE
ATTORNEYS AT LAW
HAGERSTOWN, MARYLAND

My commission expires: 7/1/78

Carlton S. Shank
Notary Public

427
156

ARTICLES OF INCORPORATION
OF
WILLIAM MYERS DRESS CO., INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 8, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 37617

7

Recorded in Liber 2139, folio 143, 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.

Barbara H. Keller



PAID

Rec. Fee \$ 4.25
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 1 10 20 AM '75

LIBER _____ FOLIO _____

LAND
VAUGHN I BAKER, CLERK

ARTICLES OF INCORPORATION
OF
ROBERTS DEVELOPMENT, LTD.

THIS IS TO CERTIFY:

FIRST: That I, Richard W. Lauricella, whose post office address is 123 West Washington Street, Hagerstown, Maryland, 21740, being over twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations intend to form a corporation by the execution and filing of these Articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is ROBERTS DEVELOPMENT, LTD.

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

(a) To engage in the ownership, management and maintenance of certain properties, including commercial and warehouse properties, and all other activities incident thereto or inherent therein.

(b) To improve, manage, develop, sign, assign, transfer, lease, mortgage, grant a security interest in, pledge, or otherwise dispose of or deal with all or any part of the property of the Corporation and from time to time to vary any investment or employment of funds of the Corporation.

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

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

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

(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 of assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(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 post office address of the principal office of the Corporation in this State is 18-20 West Washington Street, Hagerstown, Maryland, 21740. The resident agent of the Corporation is Richard W. Lauricella, whose post office address is 123 West Washington Street, Hagerstown, Maryland, 21740. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Ten Thousand (10,000) shares of the par value of One Hundred (\$100.00) Dollars, each, all of which shares are of one class and are designated common stock. The aggregate value of all shares having par value is One Million (\$1,000,000.00) Dollars.

SIXTH: The number of directors of the Corporation shall be four (4), which number may be increased pursuant to the By-Laws of the Corporation but shall never be less than three (3); the names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Benjamin Thomas, Robert E. Timmons, Sr., Donald Myers and Richard W. Lauricella.

(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 consideration as said Board of Directors may deem advisable, irrespective of the value of 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 transactions 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 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 corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, reclassification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding by vote at a meeting or in writing with or without a meeting.

(d) Notwithstanding any provisions of law requiring any action to be taken or authorized by the affirmative vote of

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

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this *18th* day of *December*, 1974.

WITNESS:

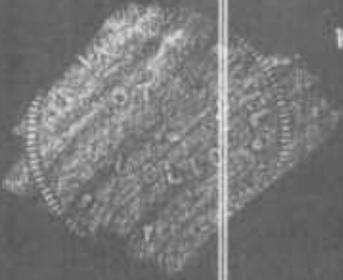
Marion Marshall

Richard W. Lauricella
Richard W. Lauricella

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this *18th* day of *December*, 1974, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Richard W. Lauricella and acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and Notarial Seal.



Maureen Marshall
Notary Public

My commission expires:

7/1/78

KAYLOR, SPENCE
AND LAURICELLA
ATTORNEYS AT LAW
HAGERSTOWN, MARYLAND

4.75

ARTICLES OF INCORPORATION
OF
ROBERTS DEVELOPMENT, LTD.

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 20, 1974 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 37199

8

Recorded in Liber 2132, folio 158 one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$200.00 Recording fee paid \$19.00

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



PAID

Rec. Fee \$ 4.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 1 10 20 AM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION
OF
WASHINGTON COUNTY DIALYSIS ASSISTANCE, INC.

THIS IS TO CERTIFY:

FIRST: That I, Richard W. Lauricella, whose post office address is 123 West Washington Street, Hagerstown, Maryland, 21740, being over twenty-one years of age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, intend to form a corporation by the execution and filing of these Articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is WASHINGTON COUNTY DIALYSIS ASSISTANCE, INC.

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

(a) To be organized and act exclusively for charitable, educational and scientific purposes, including, for such purposes, the making of distribution 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).

(b) To maintain a fund exclusively for charitable, educational and scientific purposes which will aid in providing auxiliary services to the kidney dialysis unit at the Western Maryland State Hospital and any additional kidney dialysis related services in Washington County, Maryland. To provide from the fund auxiliary facilities for the comfort, tending, guidance, education and instruction of kidney patients and those

individuals, both paid and voluntary, who aid in the treatment, training and education of kidney patients and/or their related friends and families; and the Corporation may use the cooperation and aid of other agencies or organizations, whether public, private, State or Federal, which may aid and assist the Corporation in promoting and accomplishing the above set forth purposes.

(c) To improve, manage, develop, sign, assign, transfer, lease, mortgage, grant a security interest in, pledge, or otherwise dispose of or deal with all or any part of the property of the Corporation and from time to time to vary any investment or employment of funds of the Corporation.

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

(e) To purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony, or dependency

of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all of the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned.

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

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

(h) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies

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

The 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: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed 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 distribution in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income tax under section 501(c)(3) of the Internal Revenue Code of 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).

FIFTH: 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 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 such assets not so disposed of shall be disposed of by the Court of Common Pleas of the country 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.

SIXTH: The post office address of the principal office of the Corporation in this State is c/o Otto Roza, M.D., P.A., 100 Long Meadow Drive, Hagerstown, Maryland 21740. The resident agent of the Corporation is Richard W. Lauricella, whose post office address is 123 West Washington Street, Hagerstown, Maryland 21740. Said resident agent is a citizen of the State of Maryland and actually resides therein.

SEVENTH: The Corporation is not authorized to issue any capital stock of any class whatsoever. The Board of Trustees shall choose the first members of the Board in accordance with the By-Laws of the Corporation.

The Board of Trustees shall have not more than seven (7) Trustees and Otto Roza, Klara Roza and Richard W. Lauricella shall act as such until the first annual meeting, or until their successors are duly chosen and qualify to take office. At no time shall the Corporation have less than three (3) Trustees.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 30th day of December, 1974.

WITNESS:

Marian Marshall

Richard W. Lauricella
Richard W. Lauricella

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 2nd day of January, 1975, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Richard W. Lauricella and acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and Notarial Seal.

Marian Marshall
Notary Public

My commission expires:

7/1/78

4.75

ARTICLES OF INCORPORATION
OF
WASHINGTON COUNTY DIALYSIS ASSISTANCE, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 7, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 37613

Recorded in Liber 2151 7 308, folio 107, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



PAID
Rec. Fee \$ 4.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 1 10 20 AM '75
LIBER _____ FOLIO _____
LAND
VAUGHN HAKER CLERK

Received for record: July 1, 1975

Time: 10:21 A.M. Liber: 24

M -1-75 B 18544 *****4.75

ARTICLES OF INCORPORATION

OF

SEMKO ELECTRIC CO., INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, James M. Semler, whose post office address is 31 Ford Avenue, Boonsboro, Maryland, John A. Danko, whose post office address is 1785 Jefferson Boulevard, Hagerstown, Maryland and Ivan Lee Tagg, whose post office address is 451 Stratford 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 herein-after called the Corporation) is SEMKO ELECTRIC CO., INC.

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

(a) To engage in the business of electrical wiring, electrical installations, the sale, repair and installation of electric equipment and appliances and the business of a general electrical contractor.

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

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

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

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

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

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

The 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 128, Maple Avenue, Boonsboro, Maryland. The resident agent of the Corporation is James M. Semler, whose post office address is 31 Ford Avenue, Boonsboro, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

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

SIXTH: The Corporation shall have three (3) Directors, and James M. Semler, John A. Danko and Ivan Lee Tagg, 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 of offices 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 of net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds and other evidences of indebtedness, to such extent and in such manner and upon such

lawful terms as the Board of Directors shall deem expedient.

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

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

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 5th day of November, 1974.

WITNESS:

KAYLOR, SPENCE
AND LAURICELLA
ATTORNEYS AT LAW
HAGERSTOWN, MARYLAND

James M. Semler

James M. Semler (SEAL)
James M. Semler

John A. Panko (SEAL)
John A. Panko

Ivan Lee Tagg (SEAL)
Ivan Lee Tagg

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 5th day of *November*, 1974, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared James M. Semler, John A. Danko and Ivan Lee Tagg, and acknowledged the foregoing Articles of Incorporation to be their respective act and deed.

WITNESS my hand and official Notarial Seal.

Henry P. Semler
Notary Public



My commission expires:
7/1/78

172

ARTICLES OF INCORPORATION
OF
SEMKO ELECTRIC CO., INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 10, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 37683

8

Recorded in Liber 2139, folio 209, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



PAID

Rec. Fee \$ 4.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 1 10 21 AM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER CLERK

ARTICLES OF INCORPORATION

OF

COOL SHEET METAL, INC.

(a close corporation under Section 100)

FIRST: That we, the subscribers, Clarence S. Cool, whose postoffice address is Route 3, Box 143, Smithsburg, Maryland 21783; Barbara Ann Cool, whose postoffice address is Route 3, Box 143, Smithsburg, Maryland 21783; and Oliver S. Cool, whose postoffice address is Route 3, Box 143, Smithsburg, Maryland 21783, all being at least twenty-one years of age, do hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is Cool Sheet Metal, Inc.

THIRD: The Corporation shall be a close corporation as authorized by Section 100 of the General Corporation Law of Maryland.

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

- a) To engage in a business of manufacturing, fabricating, designing and producing sheet metal products.
- b) To market and sell sheet metal products and other materials, hardware and other products used in conjunction therewith.
- c) To do any and all things that would be involved in the general manufacturing and selling of sheet metal products, related hardware and materials.
- d) To purchase or otherwise acquire and undertake all or any of the assets, business, property, privileges, contracts, rights, obligations and liabilities of any other company or any society, firm or person carrying on any business which the company is authorized to carry on, or possessed of property suitable

for the purposes of the corporation.

e) To apply for, purchase or otherwise acquire any patents, patent rights, copyrights, trade-marks, formulae, licenses, concessions and the like, conferring any exclusive or non-exclusive or limited right to use, or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the corporation or the acquisition of which may seem calculated directly or indirectly to benefit the corporation, and to use, exercise, develop or grant licenses in respect of, or otherwise, turn to account the property, rights or information so acquired.

f) To carry on any business which may seem to the corporation capable of being conveniently carried on or calculated directly or indirectly to enhance the value or render profitable any of the corporation's property or rights.

g) To enter into any arrangements with any government or authority, municipal, local or otherwise, that may seem conducive to the corporation's objects, or any of them, and to obtain from any such authority any rights, privileges and concessions which the corporation may think it desirable to obtain, and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.

h) To promote any other company or companies for the purpose of acquiring or taking over all or any of the property and liabilities of the corporation, or for any other purpose which may seem directly or indirectly calculated to benefit the corporation.

i) To do all other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the corporation.

j) To purchase shares of its own capital stock, within the limits permitted by law.

FIFTH: The post office address of the principal office of the Corporation in Maryland is Box 143, Route 3, Smithsburg, Maryland 21783. The name and post office address of the resident agent of the Corporation in Maryland are Clarence S. Cool Route 3, Box 143, Smithsburg, Maryland 21783. Said resident agent is a citizen of the State of Maryland and actually resides therein.

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

SEVENTH: After the completion of the organization meeting of the directors and the issuance of one or more shares of stock of the Corporation, the Corporation shall have no board of directors. Until such time, the corporation shall have three directors, whose names are Clarence S. Cool, Barbara Ann Cool, and Oliver S. Cool.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation of this 27th day of November, 1974.

TEST AS TO ALL:

Clarence S. Cool
CLARENCE S. COOL

Barbara Ann Cool
BARBARA ANN COOL

Oliver S. Cool
OLIVER S. COOL

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 12th day of December, A. D. 1974, before me, the subscriber, a Notary Public, in and for the State and County aforesaid, personally appeared Clarence S. Cool, Barbara Ann Cool and Oliver S. Cool, and known to me to be the persons whose names are subscribed to the within instrument and acknowledged that they executed the same for the purposes therein contained.

WITNESS my hand and Official Notarial Seal.

Jesse L. [Signature]
Notary Public

My Commission Expires:

3.75

ARTICLES OF INCORPORATION
OF
COOL SHEET METAL, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 19, 1974 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 37111

5

Recorded in Liber 2131, folio 308, 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



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 1 10 21 AM '75

LIBER _____ FOLIO _____

LAND _____
JOHN J. BAKER, CLERK

GORDON GROCERY, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

That we, the subscribers, Harry Clinton Gordon, Jr., whose Post Office Address is 101 Cypress Street, Hagerstown, Maryland; Jane Nigh Gordon, whose Post Office Address is 101 Cypress Street, Hagerstown, Maryland and Thomas Anthony Gordon, whose Post Office Address is 113 E. Magnolia Street, Hagerstown, Maryland, each being of full legal age and citizens of the State of Maryland and of the United States, 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.

1. The name of the corporation (which is hereinafter called the Corporation) is GORDON GROCERY, INC.

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

A. To manufacture, market, prepare for market, store, buy, sell, distribute, export, import, and generally deal in and with, at wholesale or retail, groceries, meats, meat products, fish, fish products, food, and food products of every class and description, fresh, canned, or preserved, and teas, coffee, fruits, vegetables, extracts, sauces, condiments, confectioneries, beverages, dairy products, and any and all other food products and foodstuffs.

B. To borrow money and to pledge as collateral any or all of the assets of the Corporation.

C. To maintain margin accounts and to make short sales of all kinds.

D. To engage in any other business of whatsoever kind or description within the State of Maryland or elsewhere that may be directly or indirectly calculated to effectuate the objects and purposes of this Corporation, or any of them.

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

F. To buy and sell fee simple property, leasehold property, ground rents and personal property; to acquire by subscription, purchase, exchange or otherwise, and to hold for investment or otherwise to use, sell, dispose of, pledge, mortgage, or hypothecate any bonds, stocks or other obligations of any corporation, and while the owner thereof, to exercise all of the rights, powers and privileges of ownership thereof; 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 security for the same and guaranteeing the payment thereof.

G. To consolidate or merge with any other corporation 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 powers, rights and privileges granted to or conferred upon corporations of this character by said general laws now or hereafter in force; the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights, and privileges granted to or conferred upon

corporations of this character by said general laws now or hereafter in force; and that said Corporation is formed under the articles, conditions and provisions herein expressed and subject in all particulars to the limitations pertaining to corporations which are contained in the General Laws of this State.

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 may deem advisable.

4. The Post Office Address of the place at which the principal office of the Corporation in the State of Maryland will be located is 101 Cypress Street, Hagerstown, Maryland. The resident agent of the Corporation is Theodore C. Mitchell, whose Post Office Address is 912 Fidelity Building, Baltimore, Maryland 21201. Said resident agent is a citizen of the State of Maryland and actually resides therein.

5. The total amount of the authorized Capital Stock of the Corporation is Five Thousand (5,000) shares without nominal or par value.

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

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 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 penuniarily 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.

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

Harry Clinton Gordon, Jr.	101 Cypress Street Hagerstown, Maryland
Jane Nigh Gordon	101 Cypress Street Hagerstown, Maryland
Thomas Anthony Gordon	113 E. Magnolia Street Hagerstown, Maryland

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

IN WITNESS WHEREOF, we have hereunto set our hands and
affixed our seals this 24th day of January, 1975.

Odal O. Brady
Witness as to all

Harry Clinton Gordon, Jr. (SEAL)
Harry Clinton Gordon, Jr.

Jane Nigh Gordon (SEAL)
Jane Nigh Gordon

Thomas Anthony Gordon (SEAL)
Thomas Anthony Gordon

STATE OF MARYLAND, COUNTY OF WASHINGTON, TO WIT:

On this the 24th day of January, 1975, before me,
a Notary Public, the undersigned officer, personally appeared Harry
Clinton Gordon, Jr., Jane Nigh Gordon and Thomas Anthony Gordon, known
to me (or satisfactorily proven), to be the persons whose names are
subscribed to the within instrument and acknowledged that they executed
the same for the purposes therein contained.

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

Grace N. Const
Notary Public

My commission expires July 1, 1978.



3.75

ARTICLES OF INCORPORATION
OF
GORDON GROCERY, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 27, 1975 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 38017

Recorded in Liber 2144, 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. Baker



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 1 10 21 AM '75

LIBER _____ FOLIO _____
LAND _____
VAUGHN BAKER, CLERK

ARTICLES OF INCORPORATION
OF
YORKA ENTERPRISE, INCORPORATED
A CLOSE CORPORATION

ARTICLE ONE. The undersigned, George Wilson Souders, Route 5, Box 83, Hagerstown, Maryland, being at least eighteen years of age, does hereby form a corporation under the general laws of the State of Maryland.

ARTICLE TWO. The name of the corporation is "YORKA ENTERPRISE, INCORPORATED".

ARTICLE THREE. The purpose or purposes for which the corporation is formed are:

1. To own and operate a general construction and excavation business including roof repair and concrete work.
2. To own and operate a manufacturing operation business for the manufacture of cap interiors for caps for trucks.
3. To do any and all other activities consistent with the foregoing and authorized by the laws of the State of Maryland.

ARTICLE FOUR. The post office address of the principal office of the corporation in Maryland is Route 5, Box 83, Hagerstown, Maryland, 21740, and the name and post office address of the resident agent of the corporation in Maryland is Patricia Ann Souders, of Route 5, Box 83, Hagerstown, Maryland 21740. The resident agent is a citizen of Maryland and actually resides therein.

ARTICLE FIVE. The total number of shares of stock of all classes that the corporation has authority to issue is twenty thousand (20,000) shares, each having a par value of Five Dollars (\$5.00), the aggregate par value of all the shares is One Hundred Thousand Dollars (\$100,000).

ARTICLE SIX. The number of directors of the corporation shall be three (3), which number may be increased or decreased pursuant to the bylaws of the corporation, but shall never be less than three (3). The names of the

directors who shall act until the first annual meeting or until their successors are duly chosen and take office are George Wilson Souders, Patricia Ann Souders and Paul Nelson Souders.

ARTICLE SEVEN. The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these articles of incorporation on this 3rd day of February, 1975.

George Wilson Souders (SEAL)
George Wilson Souders

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on this 3rd day of February, 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared George Wilson Souders who acknowledged the foregoing articles of incorporation to be his act.

WITNESS my hand and Notarial Seal.

Commission Expires
February 1, 1978

Geraldine M. Lum
Notary Public



192

3.75

ARTICLES OF INCORPORATION
OF
YORKA ENTERPRISE, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 5, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 38282

3

Recorded in Liber 2147, folio 1, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 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. Hall



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 1 10 21 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION

OF

SOUTHERN CROSS SPORT PARACENTER, INC.

FIRST: I, the undersigned, GEORGE R. KABELLER, whose Post Office Address is P. O. Box 366, Williamsport, Maryland 21795 being at least twenty-one (21) years of age, do hereby act as an incorporator with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

SOUTHERN CROSS SPORT PARACENTER, INC.

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

A. To engage in the promotion of sport parachuting, training and the renting, selling and purchasing of equipment, etc.

B. To engage in public relations, experimenting and up-dating parachuting, etc., and developing new techniques and equipment for parachutes and parachuting.

C. To carry on and conduct a general engineering business dealing with the assembling, inspecting, testing and other processing of aircraft and parachute equipment and to engage in supervising, designing, constructing, managing, and operating any and all work of allied projects.

FOURTH: The Post Office Address of the principal office of the Corporation in this State is Downsville Pike, Hagerstown, Maryland. The resident agent of the Corporation is George

R. Kabeller whose Post Office Address is P.O. Box 366, Williamsport, Maryland 21795. 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 THOUSAND (1,000) SHARES, consisting of ONE THOUSAND (1,000) fully paid and non-accessible shares of the common stock of the par value of ONE HUNDRED (\$100.00) 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 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 GEORGE R. KABELLER, G. FRANK PAYNTER, and GEORGE KABELLER.

EIGHTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized, subject to such limitation and restriction, if any, as may be set forth in the by-laws of the Corporation.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 4th day of February, A. D., 1975.

WITNESS:

[Signature] George R. Kabeller (SEAL)
George R. Kabeller

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 4th day of February, A. D., 1974, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared George R. Kabeller, 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.

[Signature]
Notary Public

My Commission Expires:
July 1, 1978



ARTICLES OF INCORPORATION
OF
SOUTHERN CROSS SPORT PARACENTER, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 10, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 38368

Recorded in Liber 2147, folio 4 87 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 Hester



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
JUL 1 10 21 AM '75
LIBER _____ FOLIO _____
LAND _____ VAUGHN PAPER CLERK

COOL BROOK LANDS, INC.
ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: I, the undersigned, Abram E. Shank, whose post office address is Route #8, Box 74, Hagerstown, Maryland 21740, being at least 21 years of age, do hereby intend to 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: COOL BROOK LANDS, INC.

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

To purchase, own, improve, equip, operate and manage farms and engage in any agricultural pursuit or undertaking.

FOURTH: The post office address of the principal office of the corporation in this State is: Route #8, Box 74, Hagerstown, Maryland, 21740. The name and post office of the resident agent of the corporation in this State is: Abram E. Shank, Route #8, Box 74, Hagerstown, Maryland, 21740; said resident agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock of all classes which the corporation has authority to issue is Twenty Thousand (20,000) shares, divided into Ten Thousand (10,000) shares of the par value of Ten (\$10.00) Dollars per share of Class A stock, having an aggregate par value of One Hundred Thousand (\$100,000.00) Dollars, and Ten Thousand (10,000) shares of the par value of Ten (\$10.00) Dollars per share of Class B stock, having an aggregate par value of One Hundred Thousand (\$100,000.00) Dollars.

The following is a description of each class of stock of

the corporation with the preferences, conversions and other rights, voting powers, restrictions, limitations as to dividends and qualifications of each class:

(a) Each outstanding share of Class A and Class B common stock shall be entitled to receive a like amount in dividends, without preference or priority.

(b) The holders of Class A common stock shall not be entitled to any voice in the management of the corporation nor to any voting powers at any stockholders meeting, the voting power being vested solely in the holders of Class B stock. The holders of Class B stock shall be entitled to one vote for each and every share of Class B stock standing in his, her or its name at any and all meetings of the stockholders of the corporation.

(c) In the event of any liquidation or dissolution or winding-up (whether voluntary or involuntary) of the corporation, the holders of Class A and Class B stock shall be entitled to be distributed and paid equally according to their respective shares, without preference or priority.

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:

ABRAM E. SHANK
BERTHA I. SHANK
I. DAVID SHANK

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 any class or classes, whether now or hereafter authorized.

(b) The Board of Directors of the corporation is hereby empowered to authorize the issuance of Seven Thousand Five Hundred (7,500) fully paid and non-assessable shares of the par value of Ten (\$10.00) Dollars per share of Class A stock, and Two Thousand Five Hundred (2,500) fully paid and non-assessable shares of Class B stock of the par value of Ten (\$10.00) Dollars per share, to Abram E. Shank and Bertha I. Shank, his wife, in exchange for the following:

All that tract or parcel of land, together with the improvements thereon, situate in Leitersburg Election District, Washington County, Maryland, on the North side of the public road leading from the Hagerstown and Waynesboro Road to Leitersburg, and being part of "Sprigg's Paradise", containing 205 acres of land, more or less, and being all of the same lands and property which were conveyed unto Abram E. Shank and Bertha I. Shank, his wife, by Deed dated April 2, 1970 and of record at Liber #503, Folio 132 among the Washington County Land Records;

and, an undivided one-half (1/2) interest in and to all that tract or parcel of land, together with the improvements thereon, situate on and along the Lehman's Mill Road, in Election District #9, Washington County, Maryland, containing 77 acres of land, more or less, and being all of the same interest in the said lands and property which were conveyed unto Abram E. Shank by Charles I. Wolfinger, et ux, by Deed dated November 6, 1959 and of record at Liber #352, Folio 517 among the Washington County Land Records.

IN WITNESS WHEREOF, I, Abram E. Shank, have signed these Articles of Incorporation this 11th day of February, A. D., 1975.

WITNESS:

Sharon E. Keller
Sharon E. Keller

Abram E. Shank (SEAL)
Abram E. Shank

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 11th day of February, A. D., 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Abram E. Shank, who did acknowledge the foregoing Articles of Incorporation to be his act and deed.

WITNESS my hand and Official Notarial Seal.



My Commission Expires:
July 1, 1978

Sharon E. Keller
Sharon E. Keller, Notary Public

3.75 200

ARTICLES OF INCORPORATION
OF
COOL BROOK LANDS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 14, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 38512

Recorded in Liber 2149, folio 68, 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 H. Wells



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 1 10 21 AM '75

LIBER 2149 FOLIO 68

LAND
VAUGHN J. PAKER CLERK

HAGERSTOWN, MARYLAND RUN FOR FUN CLUB, INC.

ARTICLES OF INCORPORATION

FIRST: The undersigned Anna Hitt, Richard Heiks, William Jackson, Gary Naugle, and Richard Erdmann whose post office addresses are 118 Partridge Trail, Hagerstown, MD 21740; 340 Antietam Dr., Hagerstown, MD 21740; 118 Partridge Trail, Hagerstown, MD 21740; Box 401, Funkstown, MD 21734; and 1401 Haven Rd., Hagerstown, MD 21740 being at least twenty one years of age, do hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is HAGERSTOWN, MARYLAND RUN FOR FUN CLUB, INC.

THIRD: The purposes for which the Corporation is formed are as follows:
1. To promote running for those interested in a competitive sport.
2. To promote jogging and running for physical fitness and exercise.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 118 Partridge Trail, Hagerstown, Washington County 21740. The name and post office address of the resident agent of the Corporation in Maryland is Gary Naugle, Box 401, Funkstown, Washington County 21734. Said resident agent is a citizen of Maryland and actually resides therein (or is a Maryland Corporation).

FIFTH: THE CORPORATION SHALL NOT BE AUTHORIZED TO ISSUE CAPITAL STOCK.

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 their successors are duly chosen and qualified are Michele Erdmann, Giles Fike, John Mullin, and Donald Stoner.

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on October 28, 1974, and acknowledge the same to be our act.
Witness:

Anna Hitt
(Anna Hitt)

Richard Heiks
(Richard Heiks)

William Jackson
(William Jackson)

Gary Naugle
(Gary Naugle)

Richard Erdmann
(Richard Erdmann)

JAN 6 1975

ARTICLES OF INCORPORATION
OF
HAGERSTOWN, MARYLAND RUN FOR FUN CLUB, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 16, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 37773

2

Recorded in Liber 2140, folio 260, 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



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 1 10 21 AM '75

LIBER _____ FOLIO _____

LAND
VAUGHN J. BAKER, CLERK

THE ANTIETAM COMPANY

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: I, the undersigned, Henry A. Hesse, whose post office address is 719 Frederick Street, Hagerstown, Maryland, 21740, being at least 21 years of age, do hereby intend to 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: THE ANTIETAM COMPANY.

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

To install, repair and service heating plants and apparatus in buildings; to purchase, sell and generally, deal in plumbers' and heaters supplies, fixtures and appliances, and to do a general plumbing business.

FOURTH: The post office address of the principal office of the corporation in this State is: 719 FREDERICK STREET, HAGERSTOWN, MARYLAND, 21740. The name and post office of the resident agent of the corporation in this State is: HENRY A. HESSE, 719 FREDERICK STREET, HAGERSTOWN, MARYLAND, 21740; said resident agent is an individual actually residing in this State.

FIFTH: The number of shares of stock which the corporation has authority to issue is Ten Thousand (10,000) shares of the par value of Ten (\$10.00) Dollars per share, all of one class, and having an aggregate par value of One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The number of Directors of the corporation shall be 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:

HENRY A. HESSE
CLAIRE K. HESSE
FRED WRIGHT, 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, of any class, whether now or hereafter authorized, or securities convertible into shares of any class or classes, whether now or hereafter authorized.

IN WITNESS WHEREOF, I, Henry A. Hesse, have signed these Articles of Incorporation this 16th day of January, A. D., 1975.

WITNESS:

Sharon E. Keller
Sharon E. Keller

Henry A. Hesse (SEAL)
Henry A. Hesse

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 16th day of January, A. D., 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Henry A. Hesse, who did acknowledge the foregoing Articles of Incorporation to be his act and deed.

WITNESS my hand and Official Notarial Seal.



Sharon E. Keller
Sharon E. Keller, Notary Public

ARTICLES OF INCORPORATION
OF
THE ANTIETAM COMPANY

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 17, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 37815

3

Recorded in Liber 2141, folio 187, 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



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 1 10 21 AM '75

LIBER _____ FOLIO _____

LAND _____
VAIDAN I HAYPA OLEAK

ARTICLES OF TRANSFER
OF
SUPREME READY MIX, INC.
AND
MARYLAND SUPREME CORPORATION

THIS IS TO CERTIFY THAT:

FIRST: Supreme Ready Mix, Inc. (hereinafter called "Transferor"), a Maryland corporation, has agreed to transfer all of its property and assets, subject to its liabilities, to Maryland Supreme Corporation.

SECOND: Maryland Supreme Corporation (hereinafter called "Transferee"), a Maryland corporation, with its principal place of business at P. O. Box 478, Hagerstown, Maryland, is the transferee of such property and assets.

THIRD: Transferor is transferring its assets to Transferee in satisfaction of an outstanding debt owed by Transferor to Transferee in the amount of \$30,000.

FOURTH: The principal offices of both corporations in the State of Maryland are located in Washington County, Maryland. Transferor owns no property in any county in Maryland, title to which could be affected by the recording of an instrument among the land records.

FIFTH: These Articles of Transfer were unanimously advised by the Board of Directors of Transferor and approved by its sole stockholder on December 27, 1974.

SIXTH: The transfer to be effected was unanimously advised, authorized and approved by the Board of Directors and

stockholders of transferee on December 27, 1974.

SEVENTH: The officers signing these Articles on behalf of Transferor and Transferee acknowledge said Articles to be the corporate acts of the respective corporations and with respect to all matters and facts otherwise required to be verified under oath, said officers acknowledge that to the best of their knowledge, information and belief, such matters and facts are true in all material respects and such statement is made under the penalties of perjury.

IN WITNESS WHEREOF, Transferor and Transferee have caused these presents to be signed in their respective names and by their respective Presidents and their respective corporate seals to be hereunto affixed and attested to by their respective Secretaries on this 27th day of December, 1974.

ATTEST:

Louis J. Tiches
Secretary

SUPREME READY MIX, INC.

By: Russell R. Reid, Jr.
President

ATTEST:

Paul D. Muldany

MARYLAND SUPREME CORPORATION

By: Russell R. Reid, Jr.
President

ARTICLES OF TRANSFER
BETWEEN
SUPREME READY-MIX, INC. (MD. CORP.)-TRANSFEROR
AND
MARYLAND SUPREME CORPORATION (MD. CORP.)-TRANSFeree

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 31, 1974 at 10:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 37517

3

Recorded in Liber 2137, folio 245, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 1 10 21 AM '75
LIBER _____ FOLIO _____
LAND _____
WATCHMAN / DEPUTY CLERK

ARTICLES OF AMENDMENT
OF
THE LARKIN WHOLESALE COMPANY, INC.

The Larkin Wholesale Company, 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, that:

FIRST: The charter of the Corporation is hereby amended by striking out the Heading at the Top of the Page of the Articles of Incorporation and inserting in lieu thereof the following:

THE LARKIN WHOLESALE COMPANY, INC.

A CLOSE CORPORATION

ARTICLES OF INCORPORATION

SECOND: The charter of the Corporation is further amended by striking out Paragraph Second of the Articles of Incorporation and inserting in lieu thereof the following:

SECOND: The name of the Corporation (which is hereinafter called the Corporation) is THE LARKIN WHOLESALE COMPANY, INC., A CLOSE CORPORATION.

THIRD: The charter of the Corporation is further amended by striking out Paragraph Sixth of the Articles of Incorporation and inserting in lieu thereof the following:

SIXTH: The number of Directors of the Corporation shall be not less than 1, which number may be increased pursuant to the By-Laws of the Corporation.

FOURTH: The Board of Directors of the Corporation at a meeting duly convened and held on December 9, 1974, adopted a resolution in which was set forth the foregoing amendments to the charter, declaring that the said amendments of the charter were advisable and directing that it be submitted for action thereon at a special meeting of the stockholders of the Corporation

to be held on December 30, 1974.

FIFTH: Notice setting forth the said Amendment of the Charter and stating that the purpose of the meeting of the stockholders would be to take action thereon, was given, as required by law, to all stockholders of the Corporation.

SIXTH: The Amendments of the charter of the Corporation as hereinabove set forth were approved by the stockholders of the Corporation at said meeting by the unanimous vote of all of the stock entitled to vote at said meeting.

SEVENTH: The Amendments of the charter of the Corporation as hereinabove set forth have been duly advised by the Board of Directors and approved by the stockholders of the Corporation.

IN WITNESS WHEREOF, The Larkin Wholesale Company, Inc., has caused these presents to be signed in its name and on its behalf by its President, Henry David House, Jr., and its corporate seal to be hereunto affixed and attested by its Secretary, Charlotte Lee House, on the 30 day of DECEMBER, 1974.

ATTEST:

THE LARKIN WHOLESALE COMPANY, INC.

Charlotte Lee House
Charlotte Lee House
Secretary

BY *Henry David House, Jr.*
Henry David House, Jr.
President

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 13th day of January, 1975, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Henry David House, Jr., President of The Larkin Wholesale Company, Inc. A Maryland Close 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 Charlotte Lee House and made oath in due form of law that she was Secretary

of the meeting of the Stockholders of said Corporation at which the Amendments of the Charter of the Corporation therein set forth were approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of her knowledge, information and belief.

WITNESS my hand and Official Notarial Seal.



Charlotte E. Spence
Notary Public

My commission expires:

7/1/78

ARTICLES OF AMENDMENT
OF
THE LARKIN WHOLESALE COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 16, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 37782

4

Recorded in Liber 2141, folio 154 one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 1 10 22 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. LAFER, CLERK

ARTICLES OF AMENDMENT
OF
BEAVER INCORPORATED

BEAVER INCORPORATED, 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 is hereby amended to change the per annum dividend rate on preferred stock by striking out paragraph FIFTH (c) of the Articles of Incorporation, and inserting in lieu thereof the following:

"FIFTH: (c) The preferred stock shall be nonvoting and shall entitle the holder thereof to receive out of the surplus of the Corporation a noncumulative dividend at the rate of ten per cent (10%) per annum, payable annually, before any dividend shall be set apart or paid on the common stock for such year, and the remainder of the surplus or net earnings applicable to the payment of dividends shall be distributed as dividends among the holders of the common stock, as and when the Board of Directors determine."

The Board of Directors of the Corporation at a special meeting duly convened and held on January 7, 1975, adopted a Resolution in which was set forth the foregoing Amendment to the Charter, and that the Board of Directors and the Stockholders of the Corporation approved said Amendment by unanimous written consent.

IN WITNESS WHEREOF, BEAVER, INCORPORATED, has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on the 27th day of _____, 1975.

ATTEST:


James O. Beaver
Secretary

James O. Beaver

BEAVER, INCORPORATED

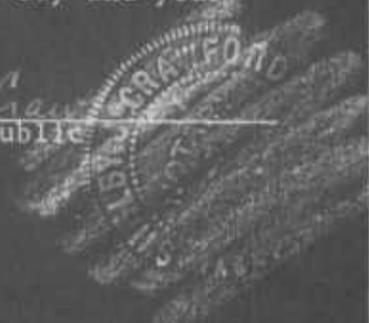
By Park O. Beaver, Jr.
Park O. Beaver, Jr. President

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

I HEREBY CERTIFY, that on this 27th day of January, 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Park O. Beaver, Jr. President of BEAVER, INCORPORATED, a Maryland corporation and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation and 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.

Shelby J. Gray
Notary Public



Comm. Exp.: July 1, 1978

ARTICLES OF AMENDMENT

OF

BEAVER INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland January 30, 1975 at 8:30 o'clock A.M. as in conformity with law and ordered recorded.

A 38122

3

Recorded in Liber 2144, folio III, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 1 10 22 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. PAKER, CLERK

C D H, INC.

ARTICLES OF AMENDMENT

C D H, Inc., a Maryland corporation (hereinafter called the "Corporation") hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The Charter of the Corporation is hereby amended by striking out the "SECOND" Article 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" shall be:

CON-TECH, INC.

SECOND: That the Charter of said Corporation shall be further amended by striking the "FOURTH" Article of the Articles of Incorporation and inserting in lieu thereof the following:

FOURTH: The post office address of the principal office of the Corporation in this State is Route #2, Box 262, Smithsburg, Maryland 21783. The resident agent of the Corporation is Jeffry C. Hull, whose post office address is Route #2, Box 262, Smithsburg, Maryland 21783. Said resident agent is a citizen of the State of Maryland and actually resides therein.

THIRD: The amendments to the Charter of the Corporation herein made were duly approved and adopted by the unanimous vote of all members of the Board of Directors of the Corporation pursuant to authority duly vested in the Board of Directors by the Charter and By-Laws of the Corporation at a special meeting duly convened and held on *Dec. 31*, 1974, at which meeting

resolutions were adopted declaring said amendments to be advisable and directing the same to be submitted to a duly called stock-meeting of the/holders of the Corporation.

FOURTH: That a meeting of the Members of the Corporation was duly convened and held on December 31, 1974, and the amendments to the Charter of the Corporation herein made were approved and adopted by the affirmative vote of the stock majority of the/holders of the Corporation in conformity with the Charter and By-Laws of the Corporation.

IN WITNESS WHEREOF, the Corporation has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary this 31st day of December 1974.

C D H, INC.

(CORP. SEAL)

By Earl W. Cline
Earl W. Cline, President

ATTEST: Jeffrey C. Hull
Jeffrey C. Hull, Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 31st day of Dec., 1974, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Earl W. Cline, President of C D H, 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 Jeffrey C. Hull and made oath in due form of law that he was the Secretary of the meetings of the Board of Directors and the stockholders of the Corporation at which the amendments of the Charter of the Corporation herein set forth were approved and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

WITNESS my hand and Official Notarial Seal.

Leroy Castele
Notary Public
WASHINGTON COUNTY, MARYLAND

ARTICLES OF AMENDMENT

OF

C D H, INC.

changing its name to:

CON-TECH, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland February 7, 1975 at 8:30 o'clock A.M. as in conformity with law and ordered recorded.

A 38330

3

Recorded in Liber 2147, folio 49, 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



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 1 10 22 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN V. BAKER, CLERK

SUBURBAN RENTALS, INC.
ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: I, the undersigned, Silas S. Martin, whose post office address is Box 141A, Route #2, Hagerstown, Maryland, 21740, being at least 21 years of age, do hereby intend to 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: SUBURBAN RENTALS, INC.

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

To purchase, hire, or otherwise acquire, hold own, use, sell, lease, license the use of, or otherwise deal in and dispose of power tools, equipment and supplies of any kind.

FOURTH: The post office address of the principal office of the corporation in this State is: BOX 141A, ROUTE #2, HAGERSTOWN, MARYLAND, 21740. The name and post office of the resident agent of the corporation in this State is: SILAS S. MARTIN, BOX 141A, ROUTE #2, HAGERSTOWN, MARYLAND, 21740; said resident agent is an individual actually residing in this State.

FIFTH: The number of shares of stock which the corporation has authority to issue is Ten Thousand (10,000) shares of the par value of Ten (\$10.00) Dollars per share, all of one class, and having an aggregate par value of One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The number of Directors of the corporation shall be 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:

SILAS S. MARTIN
MARTHA R. MARTIN
MAURICE S. MARTIN

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

IN WITNESS WHEREOF, I, Silas S. Martin, have signed these Articles of Incorporation this 8th day of January, A. D., 1975.

WITNESS:

Sharon E. Keller
Sharon E. Keller

Silas S. Martin (SEAL)
Silas S. Martin

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 8th day of January, A. D., 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Silas S. Martin, who did acknowledge the foregoing Articles of Incorporation to be his act and deed.

WITNESS my hand and Official Notarial Seal.



My Commission Expires:
July 1, 1978

Sharon E. Keller
Sharon E. Keller, Notary Public

3.75

ARTICLES OF INCORPORATION
OF
SUBURBAN RENTALS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 9, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 37696

3

Recorded in Liber 2139, folio 222, 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



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 1 10 22 AM '75

LIBER _____ FOLIO _____

LAN _____
VAUGHN J. PARKER CLERK

ARTICLES OF INCORPORATION
GROVE JEWELERS, INC.

FIRST: We, the Undersigned, Doyle L. Grove, Route 2, Williamsport, Maryland, Jane E. Grove, Route 2, Williamsport, Maryland, and Kenneth N. Grove, ^{Route 4 Box 8F} Water 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 is GROVE JEWELERS, 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 conduct the business of a retail jewelry store in Washington County, Maryland, and to retail any such products as an ally or a kindred to such business and to do any and all lawful things in and about the conduct of such business as are usual and necessary in such enterprise.
2. To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner incorporate or dispose of real property wherever situated.
3. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of the shares of the capital stock of or any bonds, securities, or other evidences of indebtedness issued or created by any other corporation or corporations of this state or any other state, country, nation or government, and while owner of said stock, to exercise all of the rights, powers and privileges of ownership, including the right to vote thereon to the same extent as natural persons might or could do.
4. To enter into, make or perform contract of every kind and with any persons, firm association or corporation, municipal body, political, county, territory, state, national government, or colony or dependency thereof, and without limits as to amount, to draw, make, accept, endorse, discount its own paper, execute and issue promises, any notes, drafts, bills of exchange, warrants, bonds, mortgages, 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.
5. 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 nor or hereafter in force; the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights, and privileges.

FOURTH: The post office address of the place which shall be the

principal office of the Corporation in this state will be located at 105 West Franklin Street, Hagerstown, Maryland. The Resident Agent of the Corporation is Kenneth N. Grove, whose post office address is 105 West Franklin Street. Said Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total amount of authorized capital stock of the Corporation is One Hundred Thousand (\$100,000.00) Dollars par value consisting of 100,000 shares of common stock of the par value of \$1.00 per share.

SIXTH: The Corporation shall have three directors and Doyle L. Grove, and Jane E. Grove and Kenneth N. Grove shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

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

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 8th day of January, A. D. 1974.

WITNESS AS TO ALL SIGNATURES:

Joyce L. Kramer

Doyle L. Grove (SEAL)

Jane E. Grove (SEAL)

Kenneth N. Grove (SEAL)

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 8th day of January, 1974, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Doyle L. Grove, Jane E. Grove, and Kenneth N. Grove, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.

My Commission Expires:

July 1, 1978

Joyce L. Kramer
Notary Public

224

3.75

ARTICLES OF INCORPORATION
OF
GROVE JEWELERS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 17, 1975 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 37809

3

Recorded in Liber 2141, folio 181, 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 I. Keller



PAID

Rec. Fee \$ 3.75
Doc. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 1 10 22 AM '75

LIBER _____ FOLIO _____

LAN _____
VAUGHN J. TAKER, CLERK

VALLEY MALL MERCHANTS' ASSOCIATION, INC.

SPECIAL MEETING OF BOARD OF DIRECTORS

A special meeting of the Board of Directors of the above named corporation was held at the office of Wagaman, Wagaman & Meyers, P.A., 421 Maryland National Bank Building, Hagerstown, Maryland at 10:00 o'clock, P. M. on the 11 day of February, 1975 with the following Directors present:

- Clement Lisi
- Sam Davis
- William Dorsey
- Faye Long
- George Carter
- John Ambrosino
- Ralph Eichelberger
- James Stockslager
- Warren Edwards
- William Poth
- Chuck Wolf
- Doris Teter
- Gene Rippeon
- Barb Cline
- Gloria Barnhart

There was presented to the Board the necessity of appointing a new resident agent for the Corporation in the place and stead of Marvin Shapiro.

Upon motion duly made, seconded and unanimously carried it was

RESOLVED that Lynn F. Meyers be and he is hereby designated as the resident agent of the Corporation, his address being 421 Maryland National Bank Building, Hagerstown, Maryland 21740.

There being no further business, the meeting thereupon adjourned.

William L. Bulla
 Secretary

THIS WILL CERTIFY that the foregoing is a true copy of the Resolution of the above named Corporation duly adopted at a special meeting duly called and held as above stated.

William L. Bulla
 Secretary



NOTICE OF CHANGE OF RESIDENT AGENT AND AGENT'S ADDRESS
OF
VALLEY HALL MERCHANTS' ASSOCIATION, INC.

received for record March 31, 1975, at 10:59 A.M.
and recorded on Film No. **F2172** Frame No. **35** one of **2**
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 11915**

Special Fee Paid \$3.00
Recording Fee Paid 2.00
Total \$5.00

Mr. Clerk - Mail to: William P. Young, Jr.
WAGAMAN, WAGAMAN & MEYERS, PA.
Maryland National Bank Building
Hagerstown, Maryland 21740

1.50

alk

PAID

Rec. Fee \$ 1.50
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

Jul 18 1 37 PM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION
OF
THE A & D WINKLER COMPANY, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Alfred H. Winkler, whose postoffice address is 240 Lawton Avenue, Woodbury, New Jersey, 08096, Dolores P. Winkler, whose postoffice address is 240 Lawton Avenue, Woodbury, New Jersey, 08096 and Joseph A. Greenawalt, whose postoffice address is Funkstown, 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 THE A & D WINKLER COMPANY, INC.,

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

(a) To own, conduct, operate, maintain and carry on a general restaurant and tavern business.

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

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

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

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

(f) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any

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

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

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

enhance the value of its property, business or rights.

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

The 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 Funkstown, Maryland, 21734. The resident agent of the Corporation is Charles Reichmuth, whose postoffice address is Route #1, 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 number of 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; the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Alfred H. Winkler, Dolores P. Winkler and Joseph A. Greenawalt.

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

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

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

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 14th day of April, 1975.

Gloria S. Moores

Alfred H. Winkler
Alfred H. Winkler

Gloria S. Moores

Dolores P. Winkler
Dolores P. Winkler

Gloria S. Moores

Joseph A. Greenawalt
Joseph A. Greenawalt

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 14th day of April 1975, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Alfred H. Winkler, Dolores P. Winkler and Joseph A. Greenawalt, and severally acknowledged the foregoing Articles of Incorporation to be his and her respective act.

WITNESS my hand and Official Notarial Seal.

Gloria S. Moores
Notary Public

My commission expires:
7/1/78

ARTICLES OF INCORPORATION
OF
THE A & D WINKLER COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 15, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 40074

8
Recorded in Liber F2168, folio 182, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

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

4.75

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



PAID
Rec. Fee \$ 4.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 18 1 37 PM '75

LIBER _____ FOLIO _____

LAND
VAUGHN J BAKER, CLERK

ARTICLES OF INCORPORATION

OF

CUMBERLAND VALLEY FABRICATORS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Gary Wayne Cook, whose postoffice address is R. F. D. #1, Box 298A, Boonsboro, MD 21713; Charles Vernell Linton, whose postoffice address is 625 Jefferson Street, Hagerstown, MD 21740; and Jacob Earl Keller, whose postoffice address is Route #5, Hagerstown, MD 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 of Incorporation.

SECOND: That the name of the Corporation (which is hereinafter called the "Corporation") is CUMBERLAND VALLEY FABRICATORS, INC.

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

(a) To construct, acquire by purchase or otherwise, maintain and operate, or sell or otherwise dispose of plants, foundries, or contracts of any kind or character, for converting iron, steel, or other metals into a manufactured product of any kind or character, or into a furnished product of any kind or character and for the purpose of manufacturing, making, fabricating, and producing iron and steel ingots, iron and steel bars, pipe and tubing and other metal castings, rails, slabs and metal products and by-products of every kind and character or nature in any and all forms and for any use whatsoever.

To borrow or raise monies 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.

(b) To acquire, by purchase, lease or otherwise, lands and interests in lands of every characteristic, including, but not limited to, commercial, industrial, residential, and agricultural, and to own, hold, improve, develop and manage any real estate so acquired, and to erect or cause to be erected, on any lands owned, held or occupied by the Corporation; buildings or other structures, with their appurtenances, and to manage, operate, lease, rebuild, enlarge, alter or improve any buildings or other structures, now or hereafter erected on any lands so owned, held or occupied, and to encumber or dispose of any lands or interests in lands, and any improvements thereon, at any time owned or held by the Corporation.

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

(c) 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.

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

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 1600 Downsville Pike, Hagerstown, MD 21740. The resident agent of the Corporation is Gary Wayne Cook, whose postoffice address is R. F. D. #1, Box 298A, Boonsboro, MD 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 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 three directors and Gary Wayne Cook, R. F. D. #1, Box 298A, Boonsboro, MD 21713; Charles Vernell Linton, 625 Jefferson Street, Hagerstown, MD 21740; and Jacob Earl Keller, Route #5, Hagerstown, MD 21740, 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:

CHARLES C. GRICE
ATTORNEY AND COUNSELLOR
AT LAW
HAGERSTOWN, MD. 21740
GRICE BUILDING
(301) 739-4455

(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) 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.

CHARLES C. GRICE
ATTORNEY AND COUNSELLOR
AT LAW
HAGERSTOWN, MD. 21740
GRICE BUILDING
(301) 739-4488

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 20th day of March, A. D. 1975.

WITNESS:

Charlotte Eichelberger as to Gary Wayne Cook (SEAL)

Charlotte Eichelberger as to Charles Vernell Linton (SEAL)

Charlotte Eichelberger as to Jacob Earl Keller (SEAL)

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 20th day of March, A. D. , 1975, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Gary Wayne Cook, Charles Vernell Linton and Jacob Earl Keller, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Official Notarial Seal.

Charlotte Eichelberger
Notary Public

My Commission Ex: July 1, 1978.



CHARLES C. GRICE
ATTORNEY AND COUNSELLOR
AT LAW
HAGERSTOWN, MD. 21740
GRICE BUILDING
(301) 739-4455

ARTICLES OF INCORPORATION
OF
CUMBERLAND VALLEY FABRICATORS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 31, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 39583

7

Recorded in Liber 2160, folio 105, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

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

4.25

Richard H. Keller



PAID

Rec. Fee \$ 4.25
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
JUL 18 1 38 PM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER, CLERK

RC

ARTICLES OF INCORPORATION
OF
HAGERSTOWN SOAP BOX DERBY, INC.

THIS IS TO CERTIFY:

FIRST: That I, Marian Marshall, whose post office address is 123 West Washington Street, Hagerstown, Maryland, 21740, being over twenty-one years of age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, intend to form a corporation by the execution and filing of these Articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is HAGERSTOWN SOAP BOX DERBY, INC.

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

(a) To be organized and act exclusively for charitable and educational purposes, including, for such purposes, the making of distribution 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).

(b) To provide exclusively for charitable and educational purposes a program whereby young people may benefit from designing, constructing and operating unmotorized vehicles in a contest program, which said program may be incorporated in a local, state or nationwide Soap Box Derby program, and to establish funds, clinics, literature and training facilities to participants in said program and all other operations which are

necessary thereto or inherent therein; and the Corporation may use the cooperation and aid of other agencies or organizations, whether public or private, in promoting and accomplishing the above set forth purposes.

(c) To improve, manage, develop, sign, assign, transfer, lease, mortgage, grant a security interest in, pledge, or otherwise dispose of or deal with all or any part of the property of the Corporation and from time to time to vary any investment or employment of funds of the Corporation.

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

(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 of assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether

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

(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: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed 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 distribution in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 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).

FIFTH: 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 and educational 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 such assets not so disposed of shall be disposed of by the Court of Common Pleas of the country 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.

SIXTH: The post office address of the principal office of the Corporation in this State is Box 493, Hagerstown, Maryland, 21740. The resident agent of the Corporation is Vincent Dellaposta, whose post office address is 2306 Royal Road, Hagerstown, Maryland, 21740. Said resident agent is a citizen of the State of Maryland and actually resides therein.

SEVENTH: The Corporation is not authorized to issue any capital stock of any class whatsoever. The Board of Trustees shall choose the first members of the Board in accordance with the By-Laws of the Corporation.

The Board of Trustees shall have not more than seven (7) Trustees and Vincent Dellaposta, Thomas Shank, Frank Linn, Richard Cooper, Frank Poffenberger, Charles Marshall and Philip Nussear shall act as such until the first annual meeting or until their successors are duly chosen and qualify to take office. At no time shall the Corporation have less than three (3) Trustees.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 21st day of *March*, 1975.

WITNESS:

KAYLOR, SPENCE
AND LAURICELLA
ATTORNEYS AT LAW
HAGERSTOWN, MARYLAND

Riccardo Lauricella

Marian Marshall
Marian Marshall

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this *21st* day of *March*, 1975, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Marian Marshall and acknowledged the foregoing Articles of Incorporation to be her act.

WITNESS my hand and Notarial Seal.



Gloria A. Mooers
Notary Public

My Commission expires:

7-1-78

KAYLOR, SPENCE
AND LAURICELLA
ATTORNEYS AT LAW
HAGERSTOWN, MARYLAND

ARTICLES OF INCORPORATION
OF
HAGERSTOWN SOAP BOX DERBY, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 27, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 39518

2

Recorded in Liber 2159, folio 489, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

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

4.25

Richard H. Keller



PAID

Rec. Fee \$ 4.25
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 18 1 38 PM '75

LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION
OF
WESTERN MARYLAND REVIEW ORGANIZATION, INC.

R⁴

FIRST: I, Lynn F. Meyers, whose Post Office address is Fourth Floor, Maryland National Bank Building, Hagerstown, Maryland 21740, being at least twenty-one years of age, and a resident of the State of Maryland, hereby forms a corporation under and by virtue of the general laws of the State of Maryland.

SECOND: That the name of the corporation which is hereinunder called the "Corporation" is: Western Maryland Review Organization, Inc.

THIRD: That the purposes for which the Corporation is organized are to operate exclusively for charitable, education, scientific, and literary purposes, within the meaning of section 501 (c) (3) of the Internal Revenue Code of 1954, as amended (or corresponding provision of any subsequent federal tax laws). The Corporation is authorized to perform Professional Standards Review and to engage in Professional Standards Review and to perform in connection therewith any and all related services and to engage in any and all activities incident thereto. Consistent therewith, the Corporation is authorized to assume responsibilities for the duties and responsibilities of a Professional Standards Review Organization as specified in Title XI of the Social Security Act and related Departmental regulations and guidelines. In achieving this objective the Corporation is authorized (1) to assume, at the earliest date practicable, responsibility for the review of the professional activities in Allegany, Frederick, Garrett and Washington Counties of physicians and other health care practitioners and institutional and noninstitutional providers of health care services in the provision of health care services and items for which payment may be made (in whole or in part) under the Social Security Act for the purpose of determining whether --

- (A) such services and items are or were medically necessary
- (B) the quality of such services meets professionally recognized standards of health care; and
- (C) in case such services and items are proposed to be provided in a hospital or other health care facility on an inpatient basis, such services and items could, consistent with the provision of appropriate medical care, be effectively provided on an outpatient basis or more economically in an inpatient health care facility of a different type;

(2) to determine in the case of --

- (A) any elective admission to a hospital, or other health care facility, or
- (B) any other health care service which will consist of extended or costly courses of treatment,

whether such service, if provided, or if provided by a particular health care practitioner or by a particular hospital or other health care facility, organization, or agency, would meet the criteria specified in clauses (A) and (C) of (1) above; (3) to determine and publish, from time to time, the types and kinds of cases (whether by type of health care or diagnosis involved, or whether in terms of other relevant criteria relating to the provision of health care services) with respect to which the Corporation will, in order to most effectively carry out its purposes, exercise the authority conferred upon it under (2) above; (4) to be responsible for the arranging for the maintenance of and the regular review of profiles of care and services received and provided with respect to patients, utilizing to the greatest extent practicable in such patient profiles, methods of coding which will provide maximum confidentiality as to patient identity and assure objective

evaluation consistent with the Corporation's purposes. The Corporation is also authorized to regularly review profiles on an ongoing basis with respect to each health care practitioner and provider to determine whether the care and services ordered or rendered are consistent with the criteria specified in clauses (A), (B), and (C) above; and (5) to perform all other duties and obligations required of a PSRO under Title XI of the Social Security Act.

FOURTH: The membership of the Corporation shall consist of all those qualified doctors of medicine and osteopathy as defined below who voluntarily elect to join as members, and who agree to abide by the Charter documents of the Corporation, as evidenced by a (signed) document so stating.

Membership in the Corporation shall be continuously open to any doctor of medicine or osteopathy who holds a current and unrestricted medical or osteopathic license from, or a license recognized by, the licensing authority in Maryland and who is performing professional activities in Allegany, Frederick, Garrett and/or Washington County. A doctor of medicine or osteopathy licensed and performing professional activities in other areas as well as the above is eligible for membership in the Corporation.

FIFTH: The affairs of the Corporation shall be managed by its Board of Directors. The number of directors, their qualifications, and the manner of their selection shall be fixed in the By-Laws, except that there shall be not less than three (3) directors.

SIXTH: In all events and under all circumstances, and notwithstanding merger, consolidation, reorganization, termination, dissolution, winding up of this Corporation, voluntary or involuntary or by operation of law, or upon amendment of the Articles of Incorporation --

(a) The Corporation shall not have or exercise any power or authority either expressly, by interpretation, or by

operation of law, nor shall it directly or indirectly engage in any activity that would prevent it from qualifying (and continuing to qualify) as a corporation described in the Internal Revenue Code, section 501 (c) (3).

(b) No part of the assets or net earnings of the Corporation shall inure to the benefit of or be distributable to its incorporators, directors, officers, or other private persons having a personal or private interest in the Corporation, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make reimbursement in reasonable amounts for expenses actually incurred in carrying out the purposes set forth in Article III hereof.

(c) No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda, or of otherwise attempting, to influence legislation; nor shall the Corporation in any manner or to any extent participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

(d) Neither the whole, nor any part of portion, of the assets or net earnings of the Corporation shall be used, nor shall the Corporation ever be operated, for objects or purposes other than those set forth in Article III hereof.

(e) (1) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to subject it to tax on undistributed income imposed by IRC section 4942; (2) The Corporation shall not engage in any act of self-dealing as defined in IRC section 4941(d); (3) The Corporation shall not retain any excess business holdings as defined in IRC section 4943 (c); (4) The Corporation shall not make any investments in such manner as to subject it to tax under IRC section 4944; and (5) the Corporation

shall not make any taxable expenditures that would subject it to tax under IRC section 4945 (d).

(f) Upon dissolution of the Corporation, all of its assets and property of every nature and description remaining after the payment of all liabilities and obligations of the Corporation (but not including assets held by the Corporation upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution) shall be transferred to the Department of Health, Education and Welfare, or to such other entity as the Secretary may direct, and which are then qualified for exemption from federal income taxes as organizations described in IRC section 501 (c) (3).

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

EIGHTH: The Post Office address of the principal office of the Corporation shall be Western Maryland Health Organization c/o Wagaman, Wagaman & Meyers, P.A., Fourth Floor, Maryland National Bank Building, Hagerstown, Maryland 21740. The resident agent of the Corporation is Lynn F. Meyers, whose address is Fourth Floor, Maryland National Bank Building, Hagerstown, Maryland 21740. Said resident agent is a citizen and resident of the State of Maryland.

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

TENTH: The initial Board of Directors shall be Frederick Miltenberger, M.D.; Timothy F. Hickey, M.D.; James H. Feaster, Jr., M.D.; and Charles C. Spencer, M.D., who shall serve until the first annual meeting of until their successors are duly chosen and qualify.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledge the same to be my act this 17th day of MARCH, 1975.

Witness:

Paula A. Kendle

Lynn F. Meyers
Lynn F. Meyers

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

I HEREBY CERTIFY, that on this 17th day of MARCH, A. D., 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Lynn F. Meyers, personally known to me to be the person whose name is subscribed to the foregoing instrument and who did acknowledge the foregoing Articles of Incorporation to be his act.

Witness my hand and official Notarial Seal.

Paula A. Kendle
Notary Public

My Commission Expires: July 1, 1978.



ARTICLES OF INCORPORATION
OF
WESTERN MARYLAND REVIEW ORGANIZATION, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 20, 1975 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 39318

7
Recorded in Liber 2161, folio 509, 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.

4.25

Richard H. Keller



PAID
Rec. Fee \$ 4.25
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____
STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
JUL 18 1 39 PM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. SAFFER, CLERK

ARTICLES OF INCORPORATION

APR 4 9 54 AM '75 APR 5 10 52 AM '75
OF

D. S. MORNINGSTAR, INC.

THIS IS TO CERTIFY:

FIRST: That I, David S. Morningstar, whose post office address is 1644 Timberlane Drive, Hagerstown, Maryland 21740, being over twenty-one years of age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, intend to form a corporation by the execution and filing of these Articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is D. S. MORNINGSTAR, INC.

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

(a) To engage in the sales and service of equipment including, but not limited to, air-conditioning and refrigeration and all other services related thereto and inherent therein.

(b) To improve, manage, develop, sign, assign, transfer, lease, mortgage, grant a security interest in, pledge, or otherwise dispose of or deal with all or any part of the property of the Corporation and from time to time to vary any investment or employment of funds of the Corporation.

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

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

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

(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 of assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes or other obligations of the Corporation for its corporate purposes.

(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 post office address of the principal office of the Corporation in this State is 1644 Timberlane, Hagerstown, Maryland, 21740. The resident agent of the Corporation is Richard W. Lauricella, whose post office address is 123 West Washington Street, Hagerstown, Maryland, 21740. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has 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 number of directors of the Corporation shall be three (3), which number may be increased pursuant to the By-Laws of the Corporation but shall never be less than three (3); the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are David S. Morningstar, Beverly Morningstar and Richard W. Lauricella.

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

(d) Notwithstanding any provisions of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of

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

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 31st day of March, 1975.

Witness:

Marian Marshall

David S. Morningstar
David S. Morningstar

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 31st day of March, 1975, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared David S. Morningstar and acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and Notarial Seal.

KAYLOR, SPENCE
AND LAURICELLA
ATTORNEYS AT LAW
HAGERSTOWN, MARYLAND



Marian Marshall
Notary Public

My Commission expires:
7/1/78

ARTICLES OF INCORPORATION

OF

D. S. MORNINGSTAR, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland April 9, 1975, at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 39917

Recorded in Liber 2165, folio 551, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

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

4.25

Richard H. Keller
PAID

Rec. Fee \$ 4.25
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____



STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 18 1 38 PM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. HAFER, CLERK

263
Received for record: July 18, 1975
Time: 1:38 P.M. Liber: 24

RC
JUL 18-75 B# 1 244 *****AM 25
9 54 AM '75

ARTICLES OF INCORPORATION
OF
HEARTH AND HOME, INC.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Edwin Jerome Noble, whose post office address is R. D. 1, Box 295C, Harpers Ferry, West Virginia, 25425, located in Washington County, Maryland, and being above the age of eighteen years, hereby present these Articles for the formation of a Corporation under the provisions of Article 23, Section 4, of the Annotated Code of Maryland (1966 replacement volume and supplements).

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

HEARTH AND HOME, INC.

THIRD: In furtherance and not in limitation of the General Powers conferred by the Laws of the State of Maryland, it is expressly provided that the purpose and business for which the Corporation is to be formed are to do any and all the things hereinafter set forth to the same extent as natural persons might or could do in any part of the world, namely:

The general nature of its business shall be to engage in the general speculative home building business, including the erection of homes, flats, and apartments; to operate a contracting business; to purchase, own, hold, and sell real property, improved and unimproved, or any interest therein or easement thereon; to purchase lands and subdivide same into subdivisions or lots; to loan money upon real property and to accept secured and unsecured notes as collateral for same; to execute notes, deeds of trust, mortgages, chattel mortgages; to enter into leases as landlord or tenant; to perform or do any act customarily performed or done by a contractor and

builder, speculative builder, subdivider, or real property development; to invest in and hold for investment any and all real property, shares of stock, bonds, government, private or corporate; and to exchange and enter into agreements of exchange of one parcel of real property for another parcel of real property.

To do everything necessary and proper for the accomplishment of the aforesaid purposes, either alone or in conjunction with other corporation, firms, or individuals, and to do every other act or acts, thing or things, individual to or growing out of or connected with the aforesaid business or powers, or any part or parts thereof; provided the same is not inconsistent with the Corporation Laws of the State of Maryland.

To purchase, to receive by way of gift, subscribe for, invest in, and in all other ways acquire import, lease, possess, maintain, handle on consignment, own, hold for investment or otherwise use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect of, trade and deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign and in all other ways dispose of, design, develop, invent, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, plant, cultivate, produce, market, and in all other ways (whether like or unlike any of the foregoing), deal in and with property of every kind and character, real, personal or mixed, tangible or intangible, wherever situated and however held, including but not limited to, money, credits, choses in action, securities, stocks, bonds, warrants, scripts, certificates, debenture, mortgages, notes, commercial papers and other obligations and evidences of interest in or indebtedness of any person, firm or corporation, foreign or domestic, or of any government or subdivision or agency thereof, documents of title, and accompany rights, and every other kind and character of personal property, real property (improved or unimproved), and the products and avails thereof, and every character of interest therein and appurtenance thereto, including, but not limited to, mineral, oil, gas and water rights,

all or any part of any going business and its incidents, franchises, subsidies, charters, concessions, grants, rights, powers or privileges, granted or conferred by any government or subdivision or agency thereof, and any interest in or part of any of the foregoing, and to exercise in respect thereof all of the rights, powers, privileges, and immunities of individual owners or holders thereof.

To do all and anything necessary, suitable, convenient or proper in the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated or incidental to the powers names or which shall at the time appear conducive to or expedient for the protection or benefit of the Corporation, or otherwise. The foregoing enumeration of the purposes and objects in business of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation by law, and not intended by mention of any particular purpose, object or business in any manners to limit or restrict the generality of any other purpose, object or business or to limit or to restrict any of the powers of the Corporation.

FOURTH: The post office address of the principal office of the Corporation in this state is R. D. 1, Box 295C, Harpers Ferry, West Virginia 25425. The Resident Agent of the Corporation is Edwin Jerome Noble, whose post office address is R. D. 1, Box 295C, Harpers Ferry, West Virginia 25425. Said Resident Agent is an individual actually residing in Washington County, 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 One Dollar (\$1.00) a share, all of one class and are designated Common Stock. The aggregate par value of all shares is Ten Thousand Dollars (\$10,000.00).

SIXTH: The Corporation shall have not less than three or more than seven directors. The following shall act as Directors until the first annual meeting or until the successors are duly chosen and qualify, namely:

Edwin Jerome Noble, Nancy Joan Noble and Marion Gertrude Noble.

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 acts of this Corporation shall in any way be effected 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 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 she 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 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 affect as if he were not such a 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, 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 such surplus or net profits. The Board of Directors may, in its discretion, use

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

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

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

(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 of holders of stock of another class or classes; and shall have authority to exercise, without a vote of the 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: A director of this Corporation need not be a stockholder to be qualified Director of this Corporation.

NINTH: The duration of this Corporation shall be perpetual.

ARTICLES OF INCORPORATION
OF
HEARTH AND HOME, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 14, 1975, at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 40018

Recorded in Liber F2166, folio 7 712, 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.

4.25

Richard H. Keller



PAID
Rec. Fee \$ 4.25
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____
JUL 18 1 38 PM '75
LIBER _____ FOLIO _____
LANC [] []
VAUGHN J. BAKER, CLERK

Del. to Atty. D. Poole 3/9/79

270

Received for record: July 18, 1975
Time: 1:38 P.M. Liber: 24

JUL 18 75 8 1 245 *****4,25

RC

ARTICLES OF INCORPORATION
OF
SOLLIDAY OIL CO., INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Roy A. Grove, whose post office address is Route 2, Box 94A, Hagerstown, Maryland 21740; Gary E. Grove, whose post office address is Route 3, Waynesboro, Pennsylvania 17268; and Richard E. Grove, whose post office address is Route 3, Greencastle, Pennsylvania 17225; all being at least twenty-one years of age, do and under 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 SOLLIDAY OIL CO., INC.

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

- (a) To own and lease, as lessee or lessor, motor vehicles, vehicular trailers, tank-wagon trailers, tank-trucks, pick-up trucks, truck-tractors, other trucks of any and every description, and equipment used to transport petroleum products, liquids in bulk, motor vehicle tires, tubes and accessories, and distribution and dispensing equipment for petroleum products.
- (b) To distribute and deliver petroleum products, liquids in bulk, motor vehicle tires, tubes and accessories, and dispensing equipment for petroleum products at both a retail and a wholesale level.
- (c) To buy and sell petroleum products.
- (d) To buy, sell and lease, as lessee or lessor, motor vehicles and real estate and distribution equipment for petroleum products.
- (e) To install and maintain distribution equipment for petroleum products.
- (f) To engage generally in the business of trucking for hire or under contract in interstate and intrastate commerce.
- (g) 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.

(h) 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.

(i) 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, merchandise and services of every description.

(j) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, goodwill, franchise 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.

(k) 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 share 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.

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

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

(n) 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 401 East Wilson Boulevard, Hagerstown, Maryland 21740. The resident agent of the Corporation is Roy A. Grove, whose post office address is Route 2, Box 94A, 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 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 number of 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; the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Roy A. Grove, Gary E. Grove and Richard E. Grove.

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

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

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

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation
this 11th day of APRIL, 1975.

Witness:

William P. Remner

Roy A. Grove (Seal)
Roy A. Grove

William P. Remner

Gary E. Grove (Seal)
Gary E. Grove

William P. Remner

Richard E. Grove (Seal)
Richard E. Grove

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 11th day of APRIL, 1975,
before me, the subscriber, a Notary Public of the State of Maryland, in and
for Washington County, personally appeared Roy A. Grove, Gary E. Grove and
Richard E. Grove, and each acknowledged the foregoing Articles of Incor-
poration to be his respective act.

WITNESS my hand and Notarial Seal.

Leggy A. Remner
Notary Public



My commission expires July 1, 1978.

ARTICLES OF INCORPORATION
OF
SOLLIDAY OIL CO., INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 14, 1975, at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 40023

Recorded in Liber F2167, folio 14, 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.

4.25

Richard H. Kella



PAID

Rec. Fee \$ 4.25
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 18 1 38 PM '75
LIBER _____ FOLIO _____
LAND
VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION
OF
WEATHER-TITE INSULATING, INC.

THIS IS TO CERTIFY:

FIRST: That I, Joseph W. Byers, whose post office address is Huyetts Crossroads, Hagerstown, Maryland, 21740, being over twenty-one years of age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, intend to form a corporation by the execution and filing of these Articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is WEATHER-TITE INSULATING, INC.

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

(a) To engage in the business of the wholesale and retail sales of all forms of insulation and weatherproofing products and all other elements incident thereto and inherent therein.

(b) To improve, manage, develop, sign, assign, transfer, lease, mortgage, grant a security interest in, pledge, or otherwise dispose of or deal with all or any part of the property of the Corporation and from time to time to vary any investment or employment of funds of the Corporation.

(c) To purchase, lease or otherwise acquire all or any part of the property, rights, businesses, contracts, goodwill, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent)

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

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

(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 of assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(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 post office address of the principal office of the Corporation in this State is Huyetts Crossroads, Hagerstown, Maryland, 21740. The resident agent of the Corporation is Richard W. Lauricella, whose post office address is 123 West Washington Street, Hagerstown, Maryland, 21740. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has 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 number of directors of the Corporation shall be three (3), which number may be increased pursuant to the By-Laws of the Corporation but shall never be less than three (3); the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Joseph Byers, Vel Byers and Marian Marshall.

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

(d) Notwithstanding any provisions of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote

of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 24th day of February, 1975.

WITNESS:

Marian Marshall

Joseph W. Byers
Joseph W. Byers

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 24th day of February, 1975, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Joseph W. Byers and acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and Notarial Seal.

Marian Marshall
Notary Public

KAYLOR, SPENCE
AND LAURICELLA
ATTORNEYS AT LAW
HAGERSTOWN, MARYLAND

My Commission expires:

7/1/78



ARTICLES OF INCORPORATION
OF
WEATHER-TITE INSULATING, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 26, 1975 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 38768

Recorded in Liber 7
2155, folio 35, 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.

4.25

William J. Simmons



PAID

Rec. Fee \$ 4.25
Land Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 18 1 38 PM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION
OF
FORGE HILL ESTATES, INC.

THIS IS TO CERTIFY:-

FIRST: That we, the subscribers, Jesse Davidson, whose post-office address is 16109 Malcolm Drive, Laurel, Maryland 20810; Nancy Davidson, whose postoffice address is 16109 Malcolm Drive, Laurel, Maryland 20810; and Shirley V. Phillips, whose postoffice address is 100 West Main Street, Sharpsburg, Maryland 21782; 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 FORGE HILL ESTATES, INC.

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

(a) 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 borrow or raise monies 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.

(b) To acquire, by purchase, lease, or otherwise, lands and interests in lands of every characteristic, including, but not limited to, commercial, industrial, residential and agricultural, and to own, hold, improve, develop, and manage any real estate so acquired, and to erect, or cause to be erected, on any lands owned, held, or occupied by the Corporation; buildings or other structures, with their appurtenances, and to manage, operate, lease, rebuild, enlarge, alter or improve any buildings or other structures, now or hereafter erected on any lands so owned, held, or occupied, and to encumber or dispose of any lands or interests in lands, and any improvements thereon, at any time owned or held by the Corporation.

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

(c) 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.

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

CHARLES C. GRICE
ATTORNEY AND COUNSELLOR
AT LAW
HAGERSTOWN, MD. 21740
GRICE BUILDING
(301) 798-4488

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 100 W. Main Street, Sharpsburg, Maryland 21782. The resident agent of the Corporation is Shirley V. Phillips, whose postoffice address is 100 W. Main Street, Sharpsburg, Maryland 21782. 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 three (3) directors and Jesse Davidson, 16109 Malcolm Drive, Laurel, Maryland 20810; Nancy Davidson, 16109 Malcolm Drive, Laurel, Maryland 20810; and Shirley V. Phillips, 100 W. Main Street, Sharpsburg, Maryland 21782, shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

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

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

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

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation;

CHARLES C. GRICE
ATTORNEY AND COUNSELLOR
AT LAW
HAGERSTOWN, MD. 21740
GRICE BUILDING
(301) 729-4488

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 13th day of February, A. D. 1975.

WITNESS:

Charlotte Eichelberger as to Jesse Davidson (SEAL)
Jesse Davidson

Charlotte Eichelberger as to Nancy Davidson (SEAL)
Nancy Davidson

Charlotte Eichelberger as to Shirley V. Phillips (SEAL)
Shirley V. Phillips

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 13th day of February, A. D. 1975, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Jesse Davidson, Nancy Davidson and Shirley V. Phillips, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

Witness my hand and Notarial Seal.

Charlotte Eichelberger
Notary Public

My Comm. Ex: July 1, 1978



CHARLES C. GRICE
ATTORNEY AND COUNSELLOR
AT LAW
HAGERSTOWN, MD. 21740
GRICE BUILDING
(301) 739-4455

ARTICLES OF INCORPORATION
OF
FORGE HILL ESTATES, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 7, 1975, at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 38999

1
Recorded in Liber 2156, folio 692, 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.

4.25

William J. Sumner



PAID

Rec. Fee \$ 4.25

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

TOTAL . . . \$ Jul 18 1 38 PM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAYER, CLERK

Del 12/23/96 Gary Salome

AL 18-75B 1 248 *****3.75

Received for record: July 18, 1975
Time: 1:39 P.M. Liber: 24

291

HANCOCK MOTOR COMPANY, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Harold W. Douglas, whose post office address is 153 East Main Street, Hancock, Maryland 21750; Dorothy K. Douglas, whose post office address is 223 Pennsylvania Avenue, Hancock, Maryland 21750; and H. Stephen Douglas, whose post office address is 212 Pennsylvania Avenue, 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

HANCOCK MOTOR COMPANY, INC.

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

1. To engage in the business of purchasing, acquiring, owning, leasing, selling, transferring, encumbering, generally dealing in, repairing, renovating, and servicing all types of new and used automobiles, trucks, and other motor vehicles and any parts or accessories used in connection therewith; and the purchasing, acquiring, owning, selling, and generally dealing in all types of supplies used by all types of motor vehicles.

2. To engage in the retail and wholesale sales of auto parts and accessories.

3. To engage in and to own, operate and run, conduct and manage a business engaged in repairing and reconditioning automobiles, automotive and mechanical products, and other personal property of any and every sort, character, nature, and description, and to do such other things as are incidental, proper, or necessary to the operation of the business, or to carrying out of any or all of the purposes.

4. To engage in the business of buying, selling, distributing, leasing, servicing, repairing, and otherwise dealing in agricultural

implements, vehicles, materials, machinery, and equipment, and in implements, vehicles, materials, machinery, and equipment of allied lines.

5. To render services in connection with storage of automobiles and to store same, and to perform all services necessary and incidental to such storage, including the selling and supplying of gasoline, oil, and other petroleum products, automobile accessories, electrical appliances, and equipment.

6. To manufacture, purchase, import, or otherwise acquire, sell, rent, repair, take upon storage, exchange, export, and otherwise deal in and dispose of any or all of the following: motors, engines, or other machinery or contrivances for the generation of steam, electricity, gasoline or other forms of power now known or which may be hereafter discovered; automobiles, cars, trucks, carriages, wagons, boats, airplanes and airships, and vehicles of every kind and description for the transportation of passengers or goods; machinery, machine supplies, and engineering appliances, hardware, tools, parts, batteries, self-starters, magnetos, igniters, tires, rims, wagon and carriage bodies and all other accessories, apparatus, and appliances; and fuel, oils, and other materials useful in connection with the ownership, use, or enjoyment of any of the above.

7. To make, sell, distribute, and supply gas and residual products for lighting, heating, manufacturing, or mechanical purposes, in the Town of Hancock and adjoining towns, 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.

8. To conduct the business of a filling and service station, which business shall include the dealing in gasoline and all other petroleum products; all kinds of oils and products used for motor fuel or lubrication; all manner of accessories and appliances to be used on motor vehicles of every description, and other articles and items of interest useful to or desirable for patrons of such filling station; the washing, polishing, and storing of motor

vehicles; and such other business as is usual, proper, and necessary in such enterprise.

9. 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.

10. To purchase, sell, mortgage, lease, improve, invest and deal in real estate, wheresoever situate, and to construct, equip, operate, lease, rent, hire and manage buildings of every kind and description; to borrow and lend money in furtherance of the businesses of the Corporation and to execute necessary documents to secure obligations of the Corporation.

FOURTH: The post office address of the principal office of the Corporation in this State is 153 East Main Street, Hancock, Maryland 21750. The name and post office address of the resident agent of the Corporation in this State is Harold W. Douglas, 153 East Main Street, 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 Two Hundred Thousand Dollars (\$200,000.00), par value, divided into Two Thousand (2,000) shares of the par value of One Hundred Dollars (\$100.00) each.

SIXTH: The Board of Directors of the Corporation is empowered to authorize the issuance from time to time of shares of its stock, PROVIDED THAT:

(a) No shares of stock (including treasury stock) may be issued or sold at any time that there are shares of stock already outstanding except upon the affirmative vote of the holders of all outstanding stock of the Corporation.

(b) Securities and options, warrants or other rights to subscribe for or purchase any stock shall all be nontransferable without the affirmative vote of all stockholders by a signed written instrument no more than three months prior to the date of the transfer.

(c) Clear reference to the fact that the corporation is a close corporation shall appear upon each certificate of issued and outstanding stock of the corporation.

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; and the names of the Directors who shall act until the first annual meeting or until their successors are fully chosen and qualified are Harold W. Douglas, Dorothy K. Douglas, and H. Stephen Douglas.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 28th day of February, 1975.

WITNESS:

<u>Effe M Ward</u>	<u>Harold W Douglas</u> (SEAL) Harold W. Douglas
<u>Effe M Ward</u>	<u>Dorothy K. Douglas</u> (SEAL) Dorothy K. Douglas
<u>Effe M Ward</u>	<u>H. Stephen Douglas</u> (SEAL) H. Stephen Douglas

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

I HEREBY CERTIFY, that on this 28th day of February, 1975, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Harold W. Douglas, Dorothy K. Douglas, and H. Stephen Douglas, and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Effe M Ward
Notary Public



My Commission Expires: July 1, 1978

ARTICLES OF INCORPORATION
OF
HANCOCK MOTOR COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 3, 1975, at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 38870

Recorded in Liber 5 2155, folio 572, 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.

3.75

William J. Simmons



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Poll Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 18 1 39 PM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER, CLERK

VAN MATER REAL ESTATE SERVICES, INC.

ARTICLES OF INCORPORATION.

THIS IS TO CERTIFY:

FIRST: That I, the undersigned, Harry D. Van Mater, whose post office address is No. 1310 Dual Highway, Hagerstown, Maryland, 21740, being more than eighteen 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: "VAN MATER REAL ESTATE SERVICES, 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: 1310 Dual Highway, Hagerstown, Maryland, 21740. The Resident Agent of the Corporation is: Harry D. Van Mater, whose post office address is: 1310 Dual Highway, 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) directors, which number may be increased pursuant to the By-Laws of the Corporation, and Harry D. Van Mater, Steven Souders, and Doris L. Van Mater 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 (\$100,000.00) Dollars par value, divided into one hundred 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 24th day of February, 1975.

WITNESS:

Carol A. Miller

Harry D. Van Mater (SEAL)

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 24th day of February, 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Harry D. Van Mater, and acknowledged the foregoing Articles of Incorporation to be his act and deed.

WITNESS my hand and Notarial Seal.

Carol A. Miller
Notary Public

My commission expires:
July 1, 1978



ARTICLES OF INCORPORATION
OF
VAN MATER REAL ESTATE SERVICES, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 3, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 38861

5

Recorded in Liber 2155, folio 530, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

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

3.75

William J. Simmons



PAID

Rec. Fee

\$ 3.75

Doc. Tax

\$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

Land Tax

\$

TOTAL . . . \$

JUL 18 1 39 PM '75

LIBER _____ FOLIO _____

LAND
VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION

OF

WASHINGTON COUNTY TRACTOR PULLING ASSOCIATION, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Gerald D. Poffenberger, whose post address is Rt. 9, Box 338, Hagerstown, Maryland 21740, John R. Schindel III, whose address is Rt. 9, Hagerstown, Maryland 21740, Coy Price, whose address is Rt. 1, Mt. Airy, Maryland 21771 and James H. Reeder, Rt. 2, Boonsboro, Maryland 21713, 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 WASHINGTON COUNTY TRACTOR PULLING ASSOCIATION, INC.

THIRD: The purpose for which the Corporation is formed is as follows:

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

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

(a) To promote the sport of tractor pulling, and improving the standards of the community through providing education, interest and general participation in this activity; to teach the ideals of good sportsmanship, honesty, loyalty, courage and reverence; to purchase or lease, and to maintain and operate buildings, playing fields or other structures as incidental to the above purpose, and to sell, lease, mortgage or otherwise dispose of the same.

FOURTH: The post office address of the principal office of the Corporation in this State is Rt. 9, Box 338, Hagerstown, Maryland 21740. The resident agent of the Corporation is Gerald D. Poffenberger, whose post office address is Rt. 9, Box 338, 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 following shall be the first members of the Corporation: Gerald D. Poffenberger, John R. Schindel III, Coy Price and James H. Reeder. Members may resign or be removed, vacancies may be filled and additional members elected, as provided in the By-Laws, which may prescribe different classes of members and prescribe the powers and duties of each class.

SIXTH: The number of directors of the Corporation shall be five (5) which number may be increased or decreased pursuant to the By-Laws of the Corporation but shall never be less than three (3); and the names of the directors who shall act until duly qualified are: Kenneth Baer, Donnie Thomae, Ralph Henderson, Glen Showalter and Harold Showalter.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on this 27th day of February, A.D., 1975.

Gerald D. Poffenberger (SEAL)
Gerald D. Poffenberger

John R. Schindel III (SEAL)
John R. Schindel III

WITNESS AS TO ALL:

Elizabeth S. Holden

Coy Price (SEAL)
Coy Price

James H. Reeder (SEAL)
James H. Reeder

STATE OF MARYLAND, WASHINGTON COUNTY, to wit:

I HEREBY CERTIFY, this 27th day of February, A.D., 1975, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Gerald D. Poffenberger, John R. Schindel III, Coy Price and James H. Reeder and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Official Notarial Seal.

Elizabeth S. Holden
Notary Public



My Commission Expires: July 1, 1978

ARTICLES OF INCORPORATION
OF
WASHINGTON COUNTY TRACTOR PULLING ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 28, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 38837

B
Recorded in Liber 2155, folio 417, 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.

3.75

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

William J. Linnors



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL ... \$ _____
JUL 18 1 39 PM '75
LIBER _____ FOLIO _____
LAND
VAUGHN J. BAKER, CLERK

40 East Motel, Inc.
(a close corporation under Section 100)

FEB 27 9 02 AM '75

ARTICLES OF INCORPORATION

FIRST: The undersigned, James S. Higdon, whose post office address is 300 Landover Mall West, Landover, Maryland 20785, being at least twenty-one years of age, does hereby form a corporation under the general laws of the State of Maryland.

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

40 East Motel, Inc.

THIRD: The Corporation shall be a close corporation as authorized by Section 100 of the General Corporation Law of Maryland.

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

1. To engage generally in the motel business and related businesses; to plan, design, and construct buildings for motel purposes and to buy, sell, and acquire the same; to operate, conduct, and carry on the motel business for the accommodations necessary or desirable to accomplish such purposes; to conduct and carry on the business of providing meals and food for the general public, and buying and selling any and all other things necessary or desirable in connection with the operation of a motel business; to undertake and carry on any business transaction or operation commonly undertaken or carried on by motel operators and generally to institute, enter into, assist, promote, and

participate in any such business or operation.

2. To have and to exercise all the powers now or hereafter conferred by the laws of the State of Maryland upon corporations organized pursuant to the laws under which the corporation is organized and any and all acts amendatory thereof and supplemental thereto.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 1403 Dual Highway, Hagerstown, Washington County, Maryland 21740. The name and post office address of the resident agent of the Corporation in Maryland are Kenneth C. Rasmussen, 12808 Pine Tree Lane, Oxon Hill, Prince George's County, Maryland 20022. Said resident agent is a citizen of Maryland and actually resides therein.

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

SEVENTH: After the completion of the organization meeting of the director and the issuance of one or more shares of stock of the Corporation, the Corporation shall have no board of directors. Until such time, the Corporation shall have one director, whose name is Kenneth C. Rasmussen.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF I have signed these Articles of Incorporation and acknowledged the same to be my act on this 24th day of February, 1975.

Witness:


Susan L. Williams


James J. Higdon

ARTICLES OF INCORPORATION
OF
40 EAST MOTEL, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 27, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 38781

3

Recorded in Liber 2155, folio 117, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

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

3.75

William J. Simmons



PAID

Rec. Fee \$ 3.75
Stamp Tax \$ _____
Franking Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 18 1 39 PM '75

LIBER _____ FOLIO _____

LAND
VAUGHN J BAKER, CLERK

AL 18-75 Bz 1 252 *****3.75

ARTICLES OF INCORPORATION

OF FEB 7 8 31 AM '75

MCCOLL ENTERPRISES LIMITED

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, William C. McColl III, whose post office address is 1613 The Terrace Extended, Hagerstown, Maryland 21740, being of full legal age, do, and 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

MCCOLL ENTERPRISES LIMITED

THIRD: The purpose for which the Corporation is formed and the business 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 food service and or lodging operations, 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 stocks 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, purchase, manage, sell, and control, directly or through ownership of stock in any corporation, any and all kinds of buildings, houses, hotels, breweries, clubs, stores, offices, warehouses, mills, shops, factories, machinery 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, manufacture, and deal in building materials and goods, wares and merchandise, and to carry on any

other lawful trade or business incident to or advantageous 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 advantageous to 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 noway 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 principle office at which the Corporation will be located within this State is 1613 The Terrace Extended, Hagerstown, Maryland 21740.

FIFTH: The name of the resident agent in the State of Maryland is William C. McColl III, whose address is 1613 The Terrace Extended, Hagerstown, Maryland 21740. 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, 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 Corpora-

tion 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. William C. McColl III, Sandra J. McColl, and Sandra K. McColl 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 any way 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

ARTICLES OF INCORPORATION
OF
MCCOLL ENTERPRISES LIMITED

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 18, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 38559

6

Recorded in Liber 2150, folio 655, 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.

3.75

William J. Summit



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 18 1 39 PM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION
OF
DURBERRY TURF FARM, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers hereto, ROBERT L. ELDER, whose post office address is Route 2, Box 531, Smithburg, Maryland, 21783, JEROME E. KORPECK, whose post office address is 930 Bonifant Street, Silver Spring, Maryland, 20910 and PETER R. HARTOGENSIS, whose post office address is 930 Bonifant Street, Silver Spring, Maryland, 20910, 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, intend by these presents to form a corporation.

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

DURBERRY TURF FARM, INC.

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

To grow, manufacture, process and sell sod.

To design and layout golf courses.

To buy, sell, exchange, lease, and otherwise acquire, hold, own, control, work, develop, improve, alter, operate, manage, let, mortgage and convey real estate and personal property of every class and description.

To acquire and undertake the good will, property, rights, franchises, contracts, and assets of other persons, firms, associations or corporations, and to pay for the same in cash, stocks, or bonds, of the Corporation or otherwise.

WHEELER & KORPECK
ATTORNEYS AT LAW
930 BONIFANT STREET
SILVER SPRING, MARYLAND
987-8200

To purchase, hold, and reissue the shares of its capital stock, its bonds or other securities.

To remunerate any person or corporation for services rendered, or to be rendered, in placing or assisting to place or guaranteeing the placing or underwriting of any of the shares of stock of the Corporation, or in the conduct of its business.

To borrow money for any of the purposes of the Corporation, and to issue bonds, notes or other obligations of any nature, and to secure payment of monies borrowed by mortgage or pledge or conveyance or assignment in trust of the whole or any part of the property of the Corporation, real or personal; and to sell, pledge, or otherwise dispose of such bonds, notes or other obligations of the Corporation for its corporate purposes.

To make application to be taxed as a Small Business Corporation under Subchapter S of the United States Internal Revenue Code.

To do any activity not prohibited by law for a general corporation.

FOURTH: The post office address at which the principal office of the Corporation in the State shall be: Route 2, Box 531, Smithburg, Maryland, 21783.

FIFTH: The resident agent of the Corporation is ROBERT L. ELDER, whose post office address is Route 2, Box 531, Smithburg, Maryland, 21783. Said resident agent is a citizen of the State of Maryland and resides therein.

SIXTH: The Corporation shall have three Directors, ROBERT L. ELDER, WILLIAM B. WHEELER, and A. WOODROW THOMPSON, who shall act as such until the first annual meeting or until their successors are duly chosen and qualified. The number of directors may be changed in such lawful manner as the By-Laws may from time to time provide.

SEVENTH: The total number of shares of stock which the Corporation has authority to issue is ONE THOUSAND (1,000) shares of voting common stock, without par value. The Corporation shall have only one class of stock.

EIGHTH: 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, for such consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

We do further certify that the Board of Directors is expressly authorized to hold its meetings, to have one or more offices and to keep the financial books of the Corporation within the State of Maryland or the District of Columbia, at such places as it may from time to time designate.

To fix or determine from time to time and vary the amount to be reserved as working capital; to determine the times for the declaration any payment of dividends.

To authorize and cause to be executed mortgages and liens upon the real and personal property of the Corporation.

IN WITNESS WHEREOF, we have hereunto set our hands and seal.

WITNESS:

Leah D. Case

Leah D. Case

Leah D. Case

Robert L. Elder (SEAL)
Robert L. Elder

Jerome E. Korpeck (SEAL)
Jerome E. Korpeck

Peter R. Hartogengis (SEAL)
Peter R. Hartogengis

STATE OF MARYLAND :SS
COUNTY OF MONTGOMERY

THIS IS TO CERTIFY, that on this 13th day of February, 1975,
before me, a Notary Public, personally appeared ROBERT L. ELDER,
JEROME E. KORPECK, and PETER R. HARTOGENSIS, and acknowledged
the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal.

Leah D. Case
Notary Public

My commission expires:

7.1.78



WHEELER & KORPECK
ATTORNEYS AT LAW
530 BONIFANT STREET
SILVER SPRING, MARYLAND
587-6300

ARTICLES OF INCORPORATION
OF
DURBERRY TURF FARM, INC.

317

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 18, 1975, at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 38530

5

Recorded in Liber 2149, folio 84, 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.

3.75

William J. Senior



PAID

Rec. Fee

\$ 3.75

Rec. Tax

\$

Trans. Tax

\$

TOTAL . . .

\$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 18 1 39 PM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

FIRST: I, the undersigned, whose post office address is 1106 One Charles Center, Baltimore, Maryland 21201, being at least 21 years of age, do act as Incorporator with the intention of forming a Close Corporation under and by virtue of Section 100 Et Seq. of the General Corporation Law of the State of Maryland.

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

DMHC, INC.

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

(a) To serve as the vehicle whereby Are-Tee Distributing Co, Inc. shall become wholly subsidiary of MOTHER HUBBARD'S CUPBOARDS, INC., to the end and effect that this corporation shall be merged with and into Are-Tee Distributing Co., Inc.

(b) In the event that such merger shall not be effected, the corporation may engage in such business or businesses allowable under Maryland Law.

(c) To do all and everything necessary, suitable, convenient and proper for the accomplishment of any of the purposes or attainment of any one or more or the objects herein enumerated or incidental to the powers herein named, which shall, at any time appear expedient for the protection or benefit of the corporation which shall not be inconsistent with the General Corporation Law of the State of Maryland authorizing such closed corporations.

(d) In addition to the powers expressly set forth, the corporation shall have and enjoy all of the powers, rights and privileges now or hereafter conferred by the laws of the State of Maryland upon corporations; not inconsistent with those sections of the Maryland Corporation Law relating to closed corporations enumeration of the specific powers and the Articles of Incorporation being made in furtherance and not in limitation of the powers conferred upon either closed corporations or general corporations by law, and no such restriction upon any proper power is intended to be implied by any specification or expression of the foregoing section of this article.

FOURTH: The post office address of the principal office of the corporation shall be located at 1835 Dual Highway, Hagerstown, Maryland 21740. The Resident Agent of the corporation is: William H. Manger, 1106 One Charles Center, Baltimore, Maryland 21201. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes, which the corporation has authority to issue is one thousand (1,000) shares of the par value of ten dollars (\$10.00) per share and having an aggregate par value of ten thousand dollars (\$10,000).

SIXTH: The corporation shall be a close corporation as authorized by Section 100 of the General Corporation Law of Maryland and shall have authority to operate without a Board of Directors. Until such election shall have been appropriately noted in the Minutes of the corporation, it shall operate with a Board of Directors having three (3) members, to wit: Harry E. Pratt, Donald W. Eliason and William H. Manger.

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

(a) The shareholders of the corporation are hereby empowered to authorize and issue from time to time shares of its stock of any class, whether now or hereafter authorized, upon the affirmative votes of the holders of all outstanding stock of the corporation.

(b) No transaction entered into by or on behalf of the corporation shall be affected by the fact that the shareholders or officers of the corporation were personally interested in it and every shareholder or officer of the corporation is hereby relieved of any disability that might otherwise affect his contracting with the corporation in which he may be anyway interested, this subject to the limitations of any law relating to such transaction or transactions.

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

(d) The shareholders of the corporation shall be entitled to preemptive rights in the event of any issuance or authorization of additional shares of stock.

(e) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative votes of the holders of a designated portion of shares of the stock of the corporation, or to be otherwise taken or authorized by the vote of shareholders, such action shall be effective and valid if taken or authorized by the Stockholder Agreement.

(f) In the event that the shareholders of the corporation elect to govern their relationship through the use of the Shareholder Agreement, these Articles of Incorporation may, subsequently, be amended to incorporate the terms of any such agreement.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, I have subscribed hereunto my name to the foregoing Articles of Incorporation on this 4th day of April 1975.

WITNESS:

J. P. Kitchin

William H. Manger

William H. Manger

ARTICLES OF INCORPORATION
OF
DMHC, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 4, 1975, at 1:30 o'clock P. M. as in conformity
with law and ordered recorded.

A 39800

Recorded in Liber 5 2164, folio 13, 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.

3.75

Richard H. Keller



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 18 1 39 PM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

U 18-75Bz 1 255 *****3.75

APR 4 10 35 AM '75

RC
MAR 19 9 17 AM '75

GIFA, Incorporated
ARTICLES OF INCORPORATION

FIRST: The undersigned, Max F. Miller, whose post office address is Box 174, Route 2, Holiday Acres, Smithsburg, Maryland 21783, being at least twenty-one years of age, does hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is GIFA, Incorporated.

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

- a. To establish, maintain, support and operate a home or homes in the State of Maryland to provide shelter, care and rehabilitation for problem drinkers and alcoholics of that State in an attempt to return these persons as useful, productive and accepted members of society; to provide and carry on such other activities in connection therewith as may be necessary and proper to establish, maintain and operate said home; to provide for and carry on such other work in connection therewith as may be consistent with the statutes, Articles of Incorporation and the history, purposes and by-laws of this Corporation.
- b. To buy, sell, or otherwise acquire, hold, own, use, manage, improve, develop, lease, rent, mortgage or otherwise encumber, and to exchange or transfer real and personal property of every kind and of any interest therein, and as is necessary, auxiliary, incidental or convenient to the needs and purposes of this corporation.
- c. To make and enter into contracts of every sort and kind with individuals, firms, associations and institutions both public and private necessary to carry out the purposes and objects of the corporation.
- d. To administer gifts, funds, bequests and federal, state and county funds and grants in accordance with statutes and Articles of Incorporation.
- e. To do all and everything necessary, suitable and proper for the accomplishment of the foregoing purposes and anything the Board of Trustees deems necessary, conducive or expedient for the proper conduct of said home or homes.

The foregoing clauses shall be construed both as objects and powers and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation. This Corporation shall be conducted in accordance with the laws of the State of Maryland. In the event this

Corporation shall abandon the conducting of any home under its control or management and shall be dissolved voluntarily or involuntarily, all of the Corporation's assets wherever situated remaining after payment of all its obligations in the manner provided by law shall be subject to disposition according to the statutes of the State of Maryland.

FOURTH: The post office address of the principal office of the Corporation in Maryland is Box 174, Route 2, Holiday Acres, Washington County, Smithsburg, Maryland 21783. The name and post office address of the resident agent of the Corporation in Maryland are Max F. Miller, Box 174, Route 2, Holiday Acres, Washington County, Smithsburg, Maryland 21783. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: THE CORPORATION SHALL NOT BE AUTHORIZED TO ISSUE CAPITAL STOCK.

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 qualified are:

Kathleen Bivens	Jack Fawver
Rev. Paul Doherty	Patricia K. Maier
Sr. Constance Domming	Price Oden

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on March 12, 1975.

Witness: Bernard C. Sobey Signed: Max F. Miller

STATE OF MARYLAND
County of Prince George, ss:

I HEREBY CERTIFY that on March 12, 1975 before me, the subscriber, a notary public of the State of Maryland in and for the County of Prince George personally appeared Max F. Miller and acknowledged the foregoing Articles of Incorporation to be his act.

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

My commission expires: 7/1/78

James P. Sobey
Notary Public



ARTICLES OF INCORPORATION
OF
GIFA, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 4, 1975 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 39787

3

Recorded in Liber 2165, folio 105, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

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

3.75

Richard H. Keller



PAID	
Rec. Fee	\$ <u>3.75</u>
Rec. Tax	\$ _____
Trans. Tax	\$ _____
TOTAL . . .	\$ _____
JUL 18 1 39 PM '75	
LIBER _____ FOLIO _____	
LAND <input type="checkbox"/> <input type="checkbox"/>	
VAUGHN I BAKER CLERK	

ARTICLES OF INCORPORATION
A CLOSE CORPORATION UNDER SECTION 100
SPICHER APPLIANCE COMPANY, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Harry F. Lorden, whose Post Office Address is 332 Cherry Tree Drive, Hagerstown, Maryland 21740; Catherine T. Lorden, whose Post Office Address is 332 Cherry Tree Drive, Hagerstown, Maryland 21740; and Charles F. Wagaman, Jr. whose Post Office Address is 421 Maryland National Bank Building, Hagerstown, Maryland 21740, each of whom are at least twenty one (21) years of age do hereby, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves for the purpose and with the intention of forming a Close Corporation pursuant to the provisions of Article 23, Section 100 et seq of the Annotated Code of Maryland as amended.

SECOND: That the name of the Corporation is:

SPICHER APPLIANCE COMPANY, INC.

THIRD: The Corporation shall be a corporation as authorized by Article 23 of the Annotated Code of Maryland (General Corporation Law of Maryland).

FOURTH: That 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. For exercising all or any of the general powers conferred upon corporations by the General Laws of Maryland as now existing and any and all amendments thereto hereafter made and without in any way limiting the right to exercise such general powers and in addition thereto:

B. To own, conduct, operate and maintain and carry on an establishment for the sale of radios, television sets, refriger-

OK
Consent

erators and all other types of household appliances, and to all and everything necessary or convenient for the accomplishment of any of the purposes or objects or powers above mentioned or incidental thereto and to buy, sell, trade, repair, alter, lease, deal in and manufacture electric machinery and applicances of all kinds and description.

FIFTH: The Post Office Address of the Principal Office of the Corporation in the State will be located at 2055 Pennsylvania Avenue, Hagerstown, Maryland 21740. The Resident Agent of this Corporation is Harry F. Lorden, whose Post Office Address is 332 Cherry Tree Drive, Hagerstown, Washington County, Maryland. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The total number of shares 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 One Hundred Thousand (\$100,000.00) Dollars.

SEVENTH: The shares of such stock shall be non assessable and shall be entitled to one (1) vote per share at all meetings of stockholders of the Corporation. Dividends may be declared thereon in such amount and at such times as the Directors or their equivalent may determine, subject to the provisions of law. In any 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.

EIGHTH: The shares of stock of the corporation shall be transferrable only on the books of the Corporation thereupon surrender of certificates therefor properly endorsed.

NINTH: 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. 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: Harry F. Lorden, Catherine T. Lorden, Charles E. Spicher, Carl E. Spicher and George A. Wolfe.

TENTH: The following provisions are hereby adopted for the purpose of defining, limiting, and regulating the powers of the corporation and of the Directors and 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 deems 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, re-classification or otherwise. Any such amendment shall be valid if authorized by the holders of majority of all issued and outstanding shares of stock unless a greater percentage is required by the provisions of law.

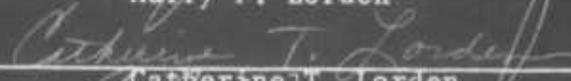
C. Stockholders shall have preemptive rights.

ELEVENTH: The charter of this Corporation shall be perpetual.

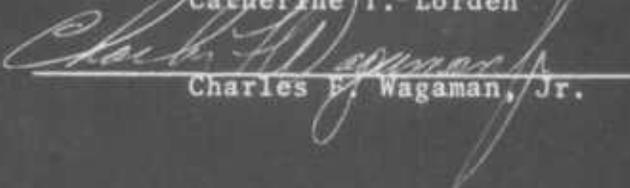
IN WITNESS WHEREOF, We have signed these Articles of Incorporation and acknowledge the same to be our act on this day of March, A.D., 1975.



Harry F. Lorden



Catherine T. Lorden



Charles E. Wagaman, Jr.

ARTICLES OF INCORPORATION
OF
SPICHER APPLIANCE COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 1, 1975 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 39694

4

Recorded in Liber 2163, 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 \$ 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.

3.75

Richard A. Keller



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 18 1 40 PM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

A 18-758 1 257 *****3.75

ARTICLES OF INCORPORATION

OF

MCCOLL INDUSTRIES INC.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, William C. McColl III, whose post office address is 1613 The Terrace Extended, Hagerstown, Maryland 21740, being of full legal age, do and 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
MCCOLL INDUSTRIES INC.

THIRD: The purpose for which the Corporation is formed and the business 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 food service and or lodging operations, 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 stocks 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, purchase, manage, sell, and control, directly or through ownership of stock in any corporation, any and all kinds of buildings, houses, hotels, breweries, clubs, stores, offices, warehouses, mills, shops factories, machinery 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, manufacture, and deal in building materials and goods, wares and merchandise, and to carry on any other lawful trade or business incident to or advantageous

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 advantageous to 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 noway 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 principle office at which the Corporation will be located within this State is 1613 The Terrace Extended, Hagerstown, Maryland 21740.

FIFTH: The name of the resident agent in the State of Maryland is William C. McColl III, whose address is 1613 The Terrace Extended, Hagerstown, Maryland 21740. 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, 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. William C. McColl III, Sandra J. McColl, and Sandra K. McColl 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 any way 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 24 day of March, 1975.

WITNESS:

Margareatha A. Ondrejko

Margareatha A. Ondrejko

William C. McColl III (SEAL)

William C. McColl III

STATE OF MARYLAND)
) ss.
COUNTY OF WASHINGTON)

I HEREBY CERTIFY that on this 24 day of March, 1975 before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared William C. McColl III, and acknowledged the foregoing Articles of Incorporation to be his act.

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

David H. ...
Notary Public
DAVID H. ...
NOTARY PUBLIC
MARYLAND

My commission expires: 7/1/78

ARTICLES OF INCORPORATION
OF
MCCOLL INDUSTRIES INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 27, 1975, at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 39513

5

Recorded in Liber 2159, folio 464, 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.

3.75

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

Richard H. Keller



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 18 1 40 PM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. TAKER, CLERK

ARTICLES OF INCORPORATION
OF
"MD. WINDY ACRES, INC."

THIS IS TO CERTIFY:

FIRST: That we, Charles R. Martz, whose post office address is Route No. 1, Hagerstown, Maryland, and Roger E. Martz, whose post office address is Route No. 1, Hagerstown, Maryland, both 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 "MD. WINDY ACRES, INC."

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

- (a) To engage in and carry on a general dairy and farming business.
- (b) To engage in and carry on commercial farming for others in Washington County and elsewhere.
- (c) To engage in and carry on the business of buying, selling, collecting, and distributing at wholesale or retail milk and any product thereof.
- (d) To engage in and carry on the business of breeding livestock and poultry, with all the rights and powers incidental thereto.
- (e) To engage in and carry on the business of hauling and otherwise transporting farm and dairy products for others in Washington County and elsewhere.
- (f) To engage in and carry on the business of buying and selling at wholesale or retail all kinds of farm produce, merchandise, materials and supplies, including farm machinery, equipment, spraying materials, fertilizers, feeds, grains, crops, remedies, etc.

(g) To purchase, lease or otherwise acquire, hold, own, use, manage, improve, maintain, develop, sell, transfer, exchange, mortgage, convey or otherwise acquire and dispose of all kinds of property, whether real or personal, in this State or in any other State, District or Territory of the United States, which shall be necessary or desirable in connection with or in carrying on any of the purposes of said Corporation, or any part thereof.

(h) To engage in and carry on the business of developing real estate of every nature and description, including urban and rural properties and including the right to plat, impose restrictions upon and negotiate and consummate sales thereof, and the financing thereof, including the right to develop home and commercial sites of every nature and description and for that purpose to own, acquire, sell, dispose of, lease, mortgage and otherwise to deal in real estate in every manner and form authorized by law and while in the process of developing said real estate to farm the same if advantageous to do so.

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

(j) To purchase or otherwise acquire all or any part of the property, stock, goodwill, rights, credits, accounts, and/or any other assets of the business of any persons, partnerships, firms, associations or corporations heretofore or hereafter engaged in business similar to any business which this Corporation has the right to conduct, and to hold, utilize, enjoy, or in any manner dispose of the whole or any part of the property, stock, rights, credits, accounts and any other assets of any business so acquired and to assume in connection with any such purchases all debts, contracts, obligations and liabilities of any such persons,

partnerships, firms, associations or corporations.

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

(l) To issue shares of it's stock of any class in any manner permitted by Law to raise money for any of the purposes of the Corporation or in payment for property purchased, or for services rendered to the Corporation or for any other lawful consideration.

(m) To borrow or raise money for any of the purposes of the Corporation and to issue, execute bonds, debentures, notes, or other obligations of any nature and in any manner permitted by Law, to secure the repayment of money so borrowed or in payment of property purchased, or for any other lawful consideration and to secure the payment thereof and the interest thereon by mortgage upon, or pledge, or conveyances, or assignments, in trust of the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned by the Corporation or thereafter acquired, and to sell, pledge, discount, or otherwise dispose of such bonds, notes or other obligations of the Corporation for it's corporate purposes.

(n) To carry on any other business in connection with the business of the Corporation which may seem to be calculated, directly or indirectly, to effectuate the aforesaid purposes and objects or any of them, or to facilitate it in the transaction of its aforesaid business, or any part thereof, or in the 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.

(c) The Corporation shall enjoy and exercise all of the powers and rights conferred by Law upon Corporations and the enumeration of the specific powers in these Articles of Incorporation are in furtherance of and not in limitation of the general powers conferred by law upon Corporations.

FOURTH: The post office address of the principal office of the Corporation in this State will be Route No. 1, Hagerstown, Washington County, Maryland ²⁻¹⁷⁻⁶⁰ and the resident agent of the Corporation is Roger E. Martz who is a citizen of the State of Maryland and a resident therein and who resides at Route No. 1, Hagerstown, Maryland.

FIFTH: The Corporation shall have at least three directors and not more than five (5), and Charles R. Martz, Roger E. Martz, and Vauda A. Martz shall act as such until the first annual meeting or until their successors are duly qualified and chosen.

SIXTH: The total amount of the authorized capital stock of the Corporation is One Thousand shares at no par value, having a value of Ten Thousand (\$10,000.00) Dollars. This stock shall be non-transferrable without consent of a majority of the Board of Directors and the Corporation shall have a first option to buy shares of any stockholder wishing to sell at a price of not more than Ten.(\$10.00) Dollars per share.

SEVENTH: The following provision is hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and stockholders thereof:

(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 hereinafter authorized, and securities convertible into its shares it stock of any class, whether now or hereafter authorized, of such consideration as said Board of Directors may deem advisable, subject to such limitations

HARVEY N. MILLER &
ROBERT B. STONE
ATTORNEYS AT LAW
HAGERSTOWN, MD.

and restrictions, if any, as may be set forth in the by-laws of the Corporation.

(b) The Board of Directors shall have the power to mortgage the property of the Corporation from time to time without the approval of the stockholders, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(c) Notwithstanding the above enumerated powers, the Corporation shall have all of the general powers relating to Corporations as enumerated in Sec. 9 of Article 23 of the Code of the Public Laws of Maryland, 1957.

(d) The above granted powers to the Corporation and to the Board of Directors thereof are in furtherance of and not in limitation of the general powers conferred by law upon the Directors of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 17th day of March, 1975.

TEST:

Charles R. Martz (SEAL)
Charles R. Martz

Roger E. Martz (SEAL)
Roger E. Martz

Louise P. Spessard
Louise P. Spessard

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 17th day of March, 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Charles R. Martz and Roger E. Martz 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.

Louise P. Spessard
Louise P. Spessard
Notary Public

HARVEY M. MILLER & CO.
ROBERT B. STONE
ATTORNEY AT LAW
HAGERSTOWN, MD.

My Commission Expires:
July 1, 1978

ARTICLES OF INCORPORATION
OF
MD. WINDY ACRES, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 19, 1975, at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 39335

Recorded in Liber 2161, folio 610, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

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

3.75

Richard H. Keller



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 18 1 40 PM '75
LIBER _____ FOLIO _____
LAND _____
VALERIN J. BAYFR CLERK

JUL 18-75 B 1 259 *****4,25

HARRIS MOTOR EXPRESS, INC.

ARTICLES OF DISSOLUTION

HARRIS MOTOR EXPRESS, 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 is 317 Pheasant Trail, 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 Donald C. Bowers, 317 Pheasant Trail, Hagerstown, Maryland 21740. Said Resident Agent is an individual actually residing in this State.

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

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
Donald C. Bowers	317 Pheasant Trail Hagerstown, Maryland 21740
Rodger F. Bowers	714 Guilford Avenue Hagerstown, Maryland 21740
Jack A. Bowers	34 Redwood Drive Hagerstown, Maryland 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>
Donald C. Bowers	President	317 Pheasant Trail Hagerstown, Maryland 21740
Rodger F. Bowers	Vice President	714 Guilford Avenue Hagerstown, Maryland 21740
Jacquelyn R. Bowers	Secretary	317 Pheasant Trail Hagerstown, Maryland 21740
Jack A. Bowers	Treasurer	34 Redwood Drive Hagerstown, Maryland 21740

SIXTH: The entire Board of Directors of the Corporation by unanimous consent executed March 14, 1974 adopted a resolution directing the dissolution of the Corporation.

SEVENTH: A consent in writing to the dissolution of the Corporation was signed by all of the Stockholders of the Corporation, such consent is filed with the records of the Corporation, and the dissolution of the Corporation has been duly advised by the Board of Directors and authorized by all of the Stockholders of the Corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland 1957.

EIGHTH: The Corporation has no known creditors.

NINTH: These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland and of the following collectors of taxes (being all the collectors of taxes in the list thereof heretofore supplied to the Corporation by the State Department of Assessments and Taxation of Maryland) stating in effect that all taxes levied on assessments made by the said Department and billed by and payable to such

collecting authorities by the Corporation have been paid, except taxes barred by Section 160 of Article 81 or otherwise, including taxes billed the year in which the dissolution of the Corporation is to be effected, namely:

Department of Finance
Bureau of Collections
Baltimore City, Maryland

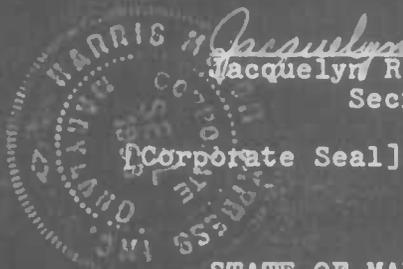
IN WITNESS WHEREOF, HARRIS MOTOR EXPRESS, INC. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary, this *3rd* day of *October*, 1974.

ATTEST:

HARRIS MOTOR EXPRESS, INC.

Jacquelyn R. Bowers
Jacquelyn R. Bowers,
Secretary

By *Donald C. Bowers President*
Donald C. Bowers, President



STATE OF MARYLAND, CITY OF BALTIMORE, TO WIT:

I HEREBY CERTIFY, That on this *3rd* day of *October* 1974, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore, personally appeared Donald C. Bowers, President of Harris Motor Express, Inc., and he acknowledged the foregoing Articles of Dissolution to be the act and deed of said body corporate; and, at the same time appeared before me, Jacquelyn R. Bowers, Secretary of said Corporation, who is familiar with the Unanimous Consent executed by Directors and Stockholders, and under oath verified the matters and facts set forth in said

Articles of Dissolution with respect to authorization
and approval.

AS WITNESS my hand and Notarial Seal.

Margaret [unclear]

Notary Public

My Commission Expires: 7/1/78



STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the

HARRIS MOTOR EXPRESS, INC.

were received for record on, February 21, 19 75,

in accordance with the provisions of Sec. 77 of Art. 23 of the
Code (1957 Edition).

William H. Riley, Jr.

Director

346

CHARLES L. BENTON
DIRECTOR OF FINANCE



WILLIAM M. KINNERSLEY, JR.
CITY COLLECTOR

WILLIAM A. REILEY
ASST. CITY COLLECTOR

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

April 18, 1974

TO WHOM IT MAY CONCERN:

THIS IS TO CERTIFY - Maryland Corporation
tax bills in the name of Harris Motor Express, Inc.,
are paid to and including the year 1973/74.

Very truly yours,


D. Vivien Addicks
Asst. Billing Supervisor

DVA:mal

Copy To: Venable, Baetjer and Howard, Attys.
1800 Mercantile Bank & Trust Bldg.
2 Hopkins Plaza 21201
ATTENTION: Mr. Gerald M. Katz



STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
P. O. BOX 488 PHONE 287-5819
ANNAPOLIS, MARYLAND 21404

LOUIS L. GOLDSTEIN
COMPTROLLER
BERNARD F. NOSSEL
CHIEF DEPUTY

GENERAL ACCOUNTING DIVISION
ARNOLD G. HOLZ, C.P.A.
DIVISION CHIEF

THIS IS TO CERTIFY, That the books of the
State Comptroller's Office and of the Department of
Employment Security, as reflected in their certifi-
cation to the State Comptroller, show that all taxes
and charges due the State of Maryland, payable through
the said offices as of the date hereof by

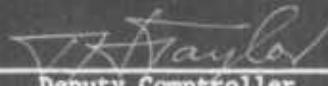
HARRIS MOTOR EXPRESS, INC.

have been paid.

WITNESS my hand and official seal this

Sixteenth day of August A.D. 1974.




Deputy Comptroller

ARTICLES OF DISSOLUTION
OF
HARRIS MOTOR EXPRESS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 21, 1975, at 3:00 o'clock p. M. as in conformity
with law and ordered recorded.

A 38713

Recorded in Liber 2150, folio 7 457, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Special Fee
~~Bonus/Tax/Paid~~ \$ 15.00 Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Washington County

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

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

4.25

William J. Simons



PAID

Rec. Fee \$ 4.25
Rec. Tax \$ _____
Trans. Tax \$ _____

TOTAL . . . \$ _____
LIBER _____ FOLIO _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
JUL 18 1 40 PM '75
LAND _____
VAUGHN I. TAHER, CLERK

HOPEWELL-CUSHWA FARMS CORP.
 (a close corporation)

ARTICLES OF DISSOLUTION

Hopewell-Cushwa Farms Corp., a close corporation, organized and existing under the laws of the State of Maryland, hereinafter called the "Corporation", hereby certifies and declares that:

1. Its name is as set forth above. The post office address of its principal office in Maryland is c/o Victor Cushwa & Sons, Inc., Williamsport, Maryland, 21795.

2. The name and post office address of a Resident Agent of the Corporation in 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 is Read A. McCaffrey, 6th Floor, Sun Life Building, Baltimore, Maryland, 21201.

3. The names and post office addresses of each of the Directors of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
David K. Cushwa, III	110 Cherry Tree Lane, Williamsport, Md., 21795
Mary Jane Houle	994 Washington Road, Woodbury, Conn., 06798
Bruce C. Lightner	Route 1, Williamsport, Md., 21795
Louisa C. McDonald	203 Meadowbrook Road, Hagerstown, Md., 21740
Joan C. Schoen	789 Briarcliff Drive, Hagerstown, Md., 21740

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

<u>Name</u>	<u>Title</u>	<u>Address</u>
David K. Cushwa, III	President	110 Cherry Tree Lane, Williamsport, Md. 21795
Mary Jane Houle	Vice-President	994 Washington Road Woodbury, Conn. 06798
Bruce C. Lightner	Secretary - Treasurer	Route 1, Williamsport, Md. 21795

5. Dissolution of the Corporation was duly advised by a resolution of the Board of Directors of the Corporation, adopted by unanimous vote of the Directors at a special meeting of the Board of Directors held on 1975; and said dissolution was duly authorized and approved by the affirmative and unanimous vote of all the outstanding shares of stock in the Corporation at a special meeting of the stockholders held on the same day as and immediately after the aforementioned meeting of the Board of Directors.

6. The Corporation has no known creditors.

7. The Corporation is hereby dissolved.

8. These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland, and the Treasurer of Washington County, certifying that the taxes levied or assessments made by the Department of Assessments and Taxation and billed by and payable to the aforementioned collecting authorities have been paid or provided for in a manner satisfactory to the said collecting authorities, except taxes barred by Section 212 of Article 81, or otherwise, but including taxes billed for the year in which the dissolution of the Corporation is to be affected.



STATE OF MARYLAND
 COMPTROLLER OF THE TREASURY
 STATE TREASURY BUILDING
 P. O. BOX 484 PHONE 267-5819
 ANNAPOLIS, MARYLAND 21404

LOUIS L. GOLDSTEIN
 COMPTROLLER
 BERNARD F. NOSSEL
 CHIEF DEPUTY

GENERAL ACCOUNTING DIVISION

ARNOLD G. HOLZ, C.P.A.
 DIVISION CHIEF

THIS IS TO CERTIFY, That the books of the
 State Comptroller's Office and of the Department of
 Employment Security, as reflected in their certifi-
 cation to the State Comptroller, show that all taxes
 and charges due the State of Maryland, payable through
 the said offices as of the date hereof by
 HOPEWELL-CUSHWA FARMS CORP.

have been paid.

WITNESS my hand and official seal this
 Third day of April A.D. 1975.

Mary Ellen Hopkins
 Deputy Comptroller



~~Harry C. Snook, Treas.~~
Hugh K. Troxell
TREASURER
OF
WASHINGTON COUNTY, MD.
Hagerstown, Maryland 21740

353

February 11, 1975

RE: Dissolution - Hopewell - Cushwa Farms Corp.

This is to certify - That the books and records of the County Treasurer for Washington County show that all taxes levied on assessments made by the Department of Assessments and Taxation for Washington County and billed by and payable to the County Treasurer for Washington County by

Hopewell - Cushwa Farms Corp.
Williamsport, Maryland 21795

have been paid to and including 1974 fiscal year July 1, 1974 to June 30, 1975. There was no personal property for 1974 fiscal year, hence there would be no certification on this.

Witness the hand and seal of Harry C. Snook, County Treasurer for Washington County, this 11th day of February A.D., 1975.

Harry C. Snook SEAL
Harry C. Snook
Treasurer for Washington County, Md.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
herby gives notice that ARTICLES OF DISSOLUTION of the
~~HOPEWELL-CUSHWA FARMS CORP.~~
were received for record on, April 11, 1975,
in accordance with the provisions of Sec. 77 of Art. 23 of the
Code (1957 Edition).

William H. Riley, Jr.
Director

ARTICLES OF DISSOLUTION
OF
HOPEWELL-CUSHWA FARMS CORP.

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 11, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 39962

619

6

Recorded in Liber *F2166*, folio *437*, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Special Fee
~~Should have 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.

3.75

Richard M. Keller



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____
JUL 18 1 40 PM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN J BAKER, CLERK

AGREEMENT AND ARTICLE OF MERGER

As of this *11th* day of *April*, 1975 ("Agreement and Articles of Merger"), by and among DMHC, INC., a Maryland Corporation ("DMHC"), a majority of the directors thereof and ARE-TEE DISTRIBUTING CO., INC., a New York Corporation (hereinafter referred to as "Are-Tee") and a majority of the Directors thereof (DMHC and Are-Tee being sometimes hereinafter together called the "CONSTITUENT CORPORATIONS").

RECITALS

DMHC was incorporated pursuant to the General Statutes of the State of Maryland on April 4, 1975 and its principal office in the State of Maryland is located at 1835 Dual Highway, Hagerstown, Maryland 21740.

DMHC has authority to issue a total of 1,000 shares of common stock, par value \$10.00 per share and an aggregate par value of \$10,000.

Are-Tee was incorporated under the laws of the State of New York on February 21, 1974 and its principal office in the State of New York is located at 2703 West State Street, Clean, New York 14760, and does not own any real property within the State of Maryland.

Are-Tee has authority to issue 20,000 shares of no par value Common Stock, of which authorized shares 10,000 are outstanding and held by RICHARD THOMPSON, its President.

DMHC had 1,000 shares of its Common Stock issued and outstanding as at April 4, 1975. No shares of Preferred Stock were outstanding as of such date.

DMHC, MOTHER HUBBARD'S CUPBOARDS, INC., AND ARE-TEE have entered into a Representation Agreement dated the date hereof ("the Representation Agreement"), setting forth certain representations, warranties and covenants in connection with this AGREEMENT AND ARTICLES OF MERGER.

This AGREEMENT AND ARTICLES OF MERGER was duly advised and authorized by the Board of Directors of each of the CONSTITUENT CORPORATIONS, and prior to the effective date of the merger (as hereinafter defined) shall be approved by the stockholders of each statutes of the State of Maryland, the State of New York or by the Articles of Incorporation of each of the CONSTITUENT CORPORATIONS.

NOW, THEREFORE, in consideration of the premises and the mutual agreements, covenants, conditions and grants herein contained, the CONSTITUENT CORPORATIONS do hereby agree to merge (the "MERGER") on the terms and conditions herein provided as follows:

ARTICLE I

SECTION 1.1 MERGER - On the effective date of the MERGER (as defined in Paragraph 1 of Article IV hereof) DMHC shall be merged into Are-Tee. Are-Tee shall be the surviving corporation, and shall continue to be governed by the laws of the State of New York and shall have the name "ARE-TEE DISTRIBUTING CO., INC." The corporate existence of Are-Tee, with all its purposes, powers and objects, shall continue unaffected and unimpaired by the MERGER. The separate existence and corporate

organization of DMHC shall cease on the effective date of the MERGER and thereupon DMHC and Are-Tee shall be a single corporation, to wit, Are-Tee Distributing Co., Inc.

ARTICLE II

ARTICLES OF INCORPORATION: BY-LAWS

SECTION 2.1 Articles of Incorporation - No changes shall be made to the Articles of Incorporation of Are-Tee and such Articles shall constitute the Certificate of Incorporation of the survivor of such a merger.

SECTION 2.2 By-Laws - The By-Laws of Are-Tee as in effect at the date hereof, shall be the By-Laws of the surviving corporation until the same shall thereafter be altered, amended or repealed in accordance with law, the Certificate of Incorporation of the surviving corporation or said By-Laws.

ARTICLE III

BOARD OF DIRECTORS

SECTION 3.1 Directors - The number of the first Board of Directors of the Surviving Corporation shall be four (4), and the names and addresses of the first Directors of the surviving corporation shall hold office from the effective date of the MERGER until the next ensuing annual meeting of shareholders and until their successors shall have been elected and shall qualify, or as otherwise provided in the By-Laws of the Surviving Corporation, are as follows:

<u>Name</u>	<u>Post Office Address</u>
Harry E. Pratt	1835 Dual Highway, Hagerstown, Maryland, 21740
Richard Thompson	RD #2 Five Mile Road Allegheny, New York 14706
William H. Manger	1106 One Charles Center Baltimore, Maryland 21201

<u>Name</u>	<u>Post Office Address</u>
Donald W. Eliason	Route #1 Habitat Village Downingtown, Pa. 19335

SECTION 3.1 - Upon the effective date of the MERGER, the principal officers of the Surviving Corporation as provided in its By-Laws, who shall hold office from the effective date of the MERGER until their successors have been chosen, elected or appointed according to law, the Articles of Incorporation or the By-Laws of the Surviving Corporation and their officers and post office addresses are as follows:

<u>Name</u>	<u>Office</u>	<u>Post Office Address</u>
Harry E. Pratt	Chairman of the Board	1835 Dual Highway Hagerstown, Md. 21740
Richard Thompson	President	2703 West State Street, Olean, New York 14760
Donald W. Eliason	Senior Vice-President	Route #1 Habitat Village Downingtown, Pa. 19335
William H. Manger	Secretary-Treasurer	1106 One Charles Center Baltimore, Maryland

SECTION 3.2 Vacancies - If on the effective date of the MERGER, a vacancy shall exist in the Board of Directors or in any of the offices of the Surviving Corporation, such vacancy may thereafter be filled in the manner provided by the By-Laws of the Surviving Corporation.

ARTICLE IV

EFFECTIVE DATE OF MERGER; SURRENDER AND CONVERSION OF SHARES

SECTION 4.1 Verification - This AGREEMENT AND ARTICLES OF MERGER, as authorized, adopted and approved by the Board of Directors of DMHC and Are-Tee, shall, if approved by the affirmative vote of two thirds of the holders of the outstanding stock of

DMHC and Are-Tee pursuant to the general corporation of the States of Maryland and New York, and the matters and facts set forth in this AGREEMENT and ARTICLES OF MERGER with respect to authorization and approval shall be verified under oath by the President, the Vice President, the Secretary or an Assistant Secretary of each of the CONSTITUENT CORPORATIONS.

Duplicate original counterparts of this AGREEMENT and ARTICLES OF MERGER so authorized, adopted, approved, signed, verified and acknowledged shall be filed for record under Article 23, Section 66 of the general corporation laws of Maryland with the State Department of Assessment and Taxation of Maryland, and fees and bonus tax, if any, provided by law shall be paid. The Duplicate original counterparts of this AGREEMENT AND ARTICLES OF MERGER so authorized, adopted, approved, signed, verified and acknowledged shall also be filed for record under Section 904 of the New York Business Corporation Law and such Certificate of Merger shall be entitled "Certificate of Merger of DMHC Into Are-Tee Distributing Co., Inc. under Section 904 of the Business Corporation Law."

SECTION 4.2 Conversion of Shares - The manner and basis of converting the shares of each of the CONSTITUENT CORPORATIONS into the shares of the Surviving Corporation or of MOTHER HUBBARD'S CUPBOARDS, INC. and the effect of the MERGER thereon, shall be as follows:

(a) Each share of DMHC Common Stock issued and outstanding on the effective date of the merger shall, by virtue of the MERGER and without any action on the part of the holder thereof, be converted into one (1) share of Common Stock, no par value, of the Surviving Corporation.

(b) Each share of Are-Tee's Common Stock issued and outstanding on the effective date of the MERGER, shall by virtue of the MERGER and without any action on the part of the holder thereof, be converted into 4.18 shares of the Common Stock, par value \$.01 per share of MOTHER HUBBARD'S CUPBOARD, INC. ("Mother Hubbard Common Stock"), DMHC having been a wholly owned subsidiary of MOTHER HUBBARD'S CUPBOARDS, INC. immediately prior to effective date of such MERGER.

The term "Aggregate Expenses of the Merger" shall mean all out-of-pocket expenses incurred by MOTHER HUBBARD'S CUPBOARDS, INC., DMHC and Are-Tee directly in connection with the MERGER, including, without limitation, printing costs, all fees and expenses of counsel, accountants, stock transfer and other agencies fees of MOTHER HUBBARD'S CUPBOARDS, INC., DMHC and Are-Tee, filing and recording fees, the cost of documentary stamps, sales and excise taxes, corporate organizational and qualification expenses.

(c) After the effective date of the MERGER, each holder of an outstanding certificate or certificates which prior thereto represented shares of Are-Tee Common Stock shall upon surrender of the same to the Secretary of MOTHER HUBBARD'S CUPBOARDS, INC., 1106 One Charles Center, Baltimore, Maryland 21201, for the purpose of exchanging their shares, be entitled to receive in exchange therefor a certificate or certificates representing the number of whole shares of MOTHER HUBBARD'S CUPBOARDS, INC. Common Stock represented by their certificate or certificates so surrendered.

(d) If any certificate for which shares of MOTHER HUBBARD'S Common Stock is to be issued in a name other than that in which the certificate for Are-Tee's Common Stock surrendered in exchange therefor is registered, it shall be a condition of the issuance thereof that the certificate so surrendered shall be properly endorsed and otherwise in proper form for transfer and that the person requesting such that the certificate so surrendered shall be properly endorsed and otherwise in proper form for transfer and that the person requesting such exchange shall pay to MOTHER HUBBARD or the Exchange Agent any transfer or other taxes required by reason of such issuance or shall establish to the satisfaction of MOTHER HUBBARD or the Exchange Agent that such tax has been paid or is not payable.

(e) The assets and liabilities of the Constituent Corporations (except items of capital and surplus) shall be taken by or continued, as the case may be, on the books of the Surviving Corporation in the amounts at which they respectively shall be carried on the books of the Constituent Corporation on the Effective Date of the Merger, and the capital, capital surplus and earned surplus accounts of the Surviving Corporation shall be determined in accordance with generally accepted accounting principles by the Board of Directors of the Surviving Corporation.

ARTICLE V

SECTION 5.1 - On the Effective Date of the Merger, all the rights, immunities, privileges, powers and franchises of each of the Constituent Corporations, of whatsoever nature and description, both of a public and a private nature, all property,

real, personal and mixed, all debts due on account, including every devise or bequest which either of the CONSTITUENT CORPORATIONS would have been capable of taking, as well as stock subscriptions as all other things in action or belonging to each of the CONSTITUENT CORPORATIONS, and all and every other interest, shall be transferred to, vested in and devolved upon the Surviving Corporation without further act or deed as effectually as they were vested in the several and respective CONSTITUENT CORPORATIONS; and the title to any real estate, whether vested by deed or otherwise in either of the CONSTITUENT CORPORATIONS, shall not revert or be in any way impaired by reason of the MERGER; but the Surviving Corporation shall not by the MERGER acquire authority to engage in any business or exercise any right for the engaging in or exercising of which a corporation may not be formed under the General Corporation Laws of the State of New York; and the Surviving Corporation shall thenceforth be responsible for all debts, liabilities, obligations, restrictions, disabilities and duties of each of the CONSTITUENT CORPORATIONS and all said debts, liabilities, obligations, restrictions, disabilities and duties shall thenceforth attach to the Surviving Corporation and may be enforced against it to the same extent and if said debts, liabilities, obligations, restrictions, disabilities and duties had been incurred or contracted by it, but that the liabilities of each CONSTITUENT CORPORATION or its stockholders, directors, or officers shall not be affected, nor shall the rights of creditors thereof or any person dealing with either Corporation or any liens upon the property of either of the CONSTITUENT CORPORATIONS be impaired by the MERGER, and any action

or prosecution pending by or against either of the CONSTITUENT CORPORATIONS may be prosecuted to judgment the same as if the MERGER had not taken place, which judgment shall bind the Surviving Corporation, or the Surviving Corporation may be proceeded against or substituted in its place. If at any time after the effective date of the MERGER the Surviving Corporation shall consider or be advised that any further assignments or assurances in law or any other things are necessary or desirable to vest, perfect or confirm, on record or otherwise in the Surviving Corporation, the title to any property or right of DMHC acquired or to be acquired by reason of, or as a result of, the MERGER, DMHC and its proper officers and directors shall and will execute and deliver all such proper deeds, assignments, and like instruments and assurances in law and do all things necessary or proper to vest, perfect or confirm title to such property or rights in the Surviving Corporation and otherwise to carry out the purposes of this AGREEMENT AND ARTICLES OF MERGER and the proposed officers and directors of the Surviving Corporation are fully authorized in the name of DMHC or otherwise to take any and such action.

ARTICLE VI

CONDITIONS TO OBLIGATIONS OF DMHC

The obligation of DMHC under this Merger Agreement are, at the option of DMHC, subject to the condition that, at the effective date of the MERGER:

6.1 All the terms, covenants and conditions of this Agreement and Articles of Merger to be complied with and performed by Are-Tee on or before the effective date of the Merger shall have been fully complied with and performed in all material respects.

6.2 The Representation Agreement shall have been entered into as of the date hereof and the representations and warranties set forth therein shall be true and correct in all material respects on and as of the effective date of the MERGER with the same effect as though all such representations and warranties had been made on and as of such date.

6.3 All actions, proceedings, instruments and documents required to carry out this Agreement and Articles of Merger or incidental thereto, and all other related legal matters, shall have been approved by counsel.

6.4 DMHC shall have received an opinion from its Counsel dated the effective date of the Merger to the effect that:

- (a) Are-Tee is a Corporation duly organized, validly existing and in good standing under the laws of the State of New York with the corporate power and authority to carry on its business as such business is being presently conducted and it has duly qualified as a foreign corporation in the jurisdictions (to be specified in such opinion) in which it owns, operates or leases property or in which such qualification is

otherwise required.

(b) As of the effective date of the Merger, Are-Tee had a duly authorized capital stock consisting of twenty thousand (20,000) shares of Common Stock, (no par value) of which ten thousand shares (10,000) were outstanding and said outstanding shares have been validly issued and are fully paid and non-assessable;

(c) Are-Tee has good and marketable title to each parcel of real property and each interest in real property reflected in the balance sheet of Are-Tee as at December 31, 1974, free and clear of all material liens, claims and encumbrances;

(d) No provision of the Articles of Incorporation or the By-Laws of Are-Tee or of any contract known to such counsel to which Are-Tee or any stockholder thereof is a party, prevents the carrying out of the Merger as contemplated by this Agreement and Articles of Merger;

(e) Are-Tee has full power and authority to enter into this Agreement and Articles of Merger, and all corporate acts and other proceedings required to be taken by or on behalf of Are-Tee to authorize it to carry out this Agreement and Articles of Merger have been duly and validly taken, and this Agreement and Articles of Merger has been duly authorized, executed and delivered on behalf of Are-Tee and is a legal, valid and binding obligation of Are-Tee in accordance with its terms and in accordance with all applicable laws of the State of New York;

(f) Upon the acceptance for recording of this Agreement and Articles of Merger by the Secretary of State of New York, this Agreement and Articles of Merger, including the provisions hereof relating to the automatic conversion of Are-Tee's Common Stock into the Common Stock of MOTHER HUBBARD'S CUPBOARDS, INC., shall become effective under the laws of the State of New York.

The opinion will also contain a statement that such counsel knows of no suit or proceeding pending or threatened against or effecting Are-Tee which would materially or adversely effect the business and assets of Are-Tee other than those disclosed in writing to DMHC, in rendering such opinion, counsel may rely upon opinions of other counsel satisfactory to DMHC and MOTHER HUBBARD'S CUPBOARD and upon title policies issued by, or title searches made by, reputable title or abstract companies and, as to matters of fact, upon certificates of officers of Are-Tee, providing the extent of such reliance is specified in the opinion.

ARTICLE VII

CONDITIONS TO OBLIGATIONS OF ARE-TEE

The obligations of Are-Tee under this Agreement and Articles of Merger are, at the option of Are-Tee, subject to the conditions that, at the effective date of the MERGER:

- 7.1 All the terms, covenants and conditions of this Agreement and Articles of Merger to be complied with and performed by DMHC on or before the effective date of the Merger shall have been fully complied with and performed in all material respects.

7.2 All action, proceeding, instruments and documents required to carry out this Agreement and Articles of Merger or incidental thereto, and all other related legal matters, shall have been approved by counsel.

7.3 Are-Tee shall receive an opinion from William H. Manger, Counsel to DMHC and MOTHER HUBBARD'S CUPBOARDS, INC. dated the effective date of the Merger to the effect that:

- (a) DMHC and MOTHER HUBBARD'S CUPBOARDS, INC. are Corporations duly organized, validly existing and in good standing under the laws of the State of Maryland.
- (b) DMHC has full power and authority to enter into this Agreement and Articles of Merger and all corporate acts and other proceedings required to be taken by and on behalf of DMHC and MOTHER HUBBARD'S CUPBOARDS, INC to authorize DMHC to carry out this Agreement and Articles of Merger have been duly and properly taken, and the Agreement and Articles of Merger has been duly authorized, executed and delivered on behalf of DMHC and is a legal, valid and binding obligation of DMHC in accordance with its terms;
- (c) All corporate acts and other proceedings required to be taken by or on behalf of MOTHER HUBBARD'S CUPBOARDS, INC., to authorize it to issue shares of MOTHER HUBBARD'S CUPBOARDS, INC., Common Stock

as provided in this Agreement and Articles of Merger have been duly and properly taken;

(d) No provision of the Certificate of Incorporation or the By-Laws of MOTHER HUBBARD'S CUPBOARDS, INC. or any contract known to such counsel to which MOTHER HUBBARD'S CUPBOARDS, INC., or any Stockholder thereof is a party, prevents MOTHER HUBBARD'S CUPBOARDS, INC., from delivering good title to share of MOTHER HUBBARD'S CUPBOARDS, INC. Common Stock in a manner contemplated by this Agreement and Articles of Merger.

Such opinion shall also contain a statement that such counsel knows of no suit or proceeding pending or threatened against or affecting DMHC or MOTHER HUBBARD'S CUPBOARDS, INC., which would materially or adversely effect the business and assets of DMHC and MOTHER HUBBARD'S CUPBOARDS, INC., and its subsidiaries taken as a whole, other than as disclosed in writing to Are-Tee. In rendering such opinion such counsel may rely upon the opinions of other counsel as to matters of fact upon certificates of any officer or agent of DMHC or MOTHER HUBBARD'S CUPBOARDS, INC., provided the extent of such reliance is specified in the opinion.

ARTICLE VIII

CONDITIONS TO THE RESPECTIVE OBLIGATIONS OF ARE-TEE AND DMHC

The respective obligations of DMHC and Are-Tee hereunder are, at the option of Are-Tee and DMHC, respectively, subject to the following further conditions:

SECTION 8.1 - The Stockholders and directors of MOTHER HUBBARD'S CUPBOARDS, INC., and DMHC shall have taken all corporate action necessary to approve the execution and delivery of this Agreement and Articles of Merger and authorized or consent to all transactions contemplated by this Agreement and Articles of Merger pursuant to the terms hereof, and DMHC and MOTHER HUBBARD'S CUPBOARDS, INC., shall have furnished Are-Tee with a certified copy of resolutions duly adopted by its directors and stockholders in connection with the foregoing.

SECTION 8.2 - The Stockholders and Directors of Are-Tee shall have taken all the corporate action necessary to approve the execution and delivery of this Agreement and Articles of Merger and authorize and consent to all the transactions contemplated by this Agreement and Articles of Merger pursuant to the terms hereof, and Are-Tee shall furnish DMHC and MOTHER HUBBARD'S CUPBOARDS, INC., with certified copies of resolutions duly adopted by its directors and stockholders in connection with the foregoing.

SECTION 8.3 - Are-Tee shall have received an opinion from William H. Manger dated the effective date of the merger, to the effect that the issuance of shares of MOTHER HUBBARD'S CUPBOARDS, INC. to the stockholders of Are-Tee pursuant to this Agreement and Articles of Merger will not under presently applicable law require registration under the Securities Act of 1933.

SECTION 8.4 - DMHC and MOTHER HUBBARD'S CUPBOARDS, INC. shall have received an opinion of William H. Manger dated the effective date of the merger, to the effect that (i) for

Federal Income Tax purposes the formation of DMHC and its merger into Are-Tee will be disregarded and the proposed transaction will be regarded as an acquisition by MOTHER HUBBARD'S CUPBOARDS, INC. and all of the outstanding Are-Tee Common Stock, solely in exchange for MOTHER HUBBARD'S CUPBOARDS, INC. Common Stock; (ii) the proposed transaction will qualify as a "reorganization" within the meaning of Section 368(a)(1)(B) of the Internal Revenue Code of 1954 as amended and MOTHER HUBBARD'S CUPBOARDS, INC. and Are-Tee will both be parties to the reorganization within the meaning of Section 368(b) of the Code; (iii) no gain or loss will be recognized to DMHC or Are-Tee as a result of the proposed transaction; (iv) under Section 1032(a) of the Code, no gain or loss will be recognized to MOTHER HUBBARD'S CUPBOARDS, INC. upon receipt of Are-Tee's Common Stock in exchange for MOTHER HUBBARD'S CUPBOARDS, INC., Common Stock; (v) under Section 354(a)(1) of the Code, no gain or loss will be recognized to the stockholders of Are-Tee upon the receipt by him of MOTHER HUBBARD'S CUPBOARDS, INC. Common Stock in exchange for their Are-Tee Common Stock, other than the possibility of "Boot" upon the receipt of stock option; (vi) Under Section 362(b) of the Code, the basis to MOTHER HUBBARD'S CUPBOARDS, INC. of the shares of Are-Tee's Common Stock received in the exchange will include the basis of such stock in the hands of the Are-Tee Stockholder immediately prior to the exchange (vii) under Section 358(a) of the Code, the basis of the shares of MOTHER HUBBARD'S CUPBOARDS, INC. Common Stock received by the Stockholder of Are-Tee will be the same as the basis of the shares of Are-Tee's Common Stock exchanged therefore; and (viii) under Section 1223(1) of the Code, the holding period of the shares of

MOTHER HUBBARD'S CUPBOARDS, INC. Common Stock received by the Stockholder of Are-Tee will include a period for which he held his Are-Tee Common Stock (assuming such Common Stock was a capital asset in his hands).

SECTION 8.5 - There shall have been no determination by the Board of Directors of either Are-Tee, DMHC or MOTHER HUBBARD'S CUPBOARDS, INC. that the merger has become inadvisable or impractical by reason of the institution or threat by State, local or Federal authorities, or by any other person, of material litigation or proceedings against Are-Tee, DMHC or MOTHER HUBBARD'S CUPBOARDS, INC., or all.

SECTION 8.6 - Any and all permits, approvals and other acts of any jurisdictions or authority required, in the opinion of their counsel, for Are-Tee or DMHC for the lawful consummation of the Merger shall have been obtained.

SECTION 8.7 - The effective date of the Merger shall occur on or prior to May 31, 1975.

ARTICLE IX

EXPENSES

SECTION 9.1 - If the merger is not consummated and made effective, each of the Constituent Corporations shall bear its expenses separately incurred in connection with this Agreement and Articles of Merger and in connection with all things required to be done by each of them hereunder.

ARTICLE X

TERMINATION

SECTION 10.1 - If Are-Tee is not obligated on the effective date of the Merger to perform pursuant to this Agreement and Articles of Merger because of the conditions specified in

in Articles VII or VIII shall not be met, or if at any time prior to the effective date of the Merger it becomes evident that any of the conditions specified in Articles VII or VIII are incapable of being performed on or before the date specified for the performance therein, Are-Tee may terminate this Agreement and Articles of Merger without liability to DMHC or MOTHER HUBBARD'S CUPBOARDS, INC. for any loss, cost or damages whatsoever arising out of such termination (except for payment of any expenses payable by Are-Tee pursuant to Article IX), by delivering to DMHC a written notice of such termination, authorized by resolution by the Board of Directors of Are-Tee.

SECTION 10.2 - If DMHC is not obligated on the effective date of the Merger to perform pursuant to this Agreement and Articles of Merger because of any condition specified in Article VI or VIII they shall not be met, or if any time prior to the effective date of the Merger it becomes evident that any of the conditions specified in Articles VI or VIII are incapable of being performed on or before the date specified for performance therein, DMHC may terminate this Agreement and Articles of Merger, without liability to Are-Tee or its stockholders for any loss, cost or damages whatsoever arising out of such termination (except for payment of any expenses payable by Are-Tee pursuant to Article IX), by delivering to Are-Tee written notice of such termination, authorized by resolution of the Board of Directors of DMHC.

SECTION 10.3 - Notwithstanding anything to the contrary contained in Paragraphs 10.1 and 10.2 of this Article X if any party hereto is not obligated to perform pursuant to this Agreement and Articles of Merger, but nevertheless elects to perform and the other parties are obligated to perform, the parties shall

proceed with the consummation of this Agreement and Articles of Merger as if all parties were obligated to do so; provided, however, that in such event the consummation of the transactions provided for in this Agreement and Articles of Merger shall in no way relieve the defaulting party or parties of its or their obligations to perform its or their covenants and agreements hereunder.

SECTION 10.4 - This Agreement and Articles of Merger may also be terminated, and the Merger abandoned, by resolutions of both the Board of Directors of Are-Tee and the Board of Directors of DMHC anytime prior to the effective date of the Merger for any reason.

ARTICLE XI

MISCELLANEOUS

SECTION 11.1 - Any notice, request, instruction or other document to be given hereunder by either party hereto to the other shall be in writing and shall be delivered personally or sent by registered or certified mail, postage prepaid, if to Are-Tee address it to 2703 West State Street, Olean, New York 14760 , attention of the President and if to DMHC address it to it at 1106 One Charles Center, Baltimore, Maryland 21201, attention of the Chairman or such other address as either party may designate by written notice to the other.

SECTION 11.2 - The parties may by written agreement (a) extend the time for the performance of any of the obligations or other acts of the parties hereto, (b) waive any inaccuracies in the representations and warranties contained in this Agreement and Articles of Merger or in any document delivered pursuant hereto and (c) waive compliance with or modify any of the

covenants or agreements contained in this Agreement and Articles of Merger and waive or modify performance of any of the obligations of either of the parties hereto, or (d) change any of the provisions hereof in such manner as may be required in order to obtain the delivery of the opinion referred to in Paragraphs 8.3 and 8.4 of Article VIII. Any agreement on any part of either party hereto for such extension, modification or waiver shall be validly and sufficiently authorized for the purposes of this Agreement and Articles of Merger if authorized by its President or Chairman.

SECTION 11.3- This Agreement and Articles of Merger and the legal relations between the parties hereto shall be governed by and construed in accordance with the laws of the State of Maryland.

SECTION 11.4 - This Agreement and Articles of Merger cannot be altered or amended except pursuant to an instrument in writing signed on behalf of the parties hereto.

SECTION 11.5 - The headings of the several Articles herein are inserted for convenience of reference only and are not intended to be a part of, or to effect the meaning or interpretation of, this Agreement and Articles of Merger.

SECTION 11.6 - For the convenience of the parties hereto and to facilitate the filing or recording of this Agreement and Articles of Merger, it may be executed in one or more counterparts, each of which shall be deemed to be an original, but all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, ARE-TEE AND DMHC have caused this Agreement and Articles of Merger to be signed in their respective corporate names by their respective authorized Executive Officers and their respective corporate seals to be hereunto affixed and

attested by their respective Secretaries and at least a majority of the Directors of each of such corporations have signed these presents, all as of the day and year first above mentioned.

ATTEST: William N. Waugh
Secretary

Corporate Seal

DMHC, INC. BY Harry E. Pratt
President

Harry E. Pratt
William N. Waugh

Constituting at least a majority of the Directors of DMHC, Inc.

ARE-TEE DISTRIBUTING CO., INC.

By Richard E. Thompson
President

Richard E. Thompson
William N. Waugh

Constituting at least a majority of the Directors of Are-Tee Distributing Company, Inc.

William N. Waugh
Secretary
Corporate Seal

STATE OF MARYLAND)
)SS:

CITY OF BALTIMORE)

I HEREBY CERTIFY that on April 7, 1975 before me, the subscriber, a notary public of the State of Maryland in and for the City of Baltimore personally appeared Harry E. Pratt and Richard E. Thompson and severally acknowledged the foregoing Articles of Merger to be their act.

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

Mary S. Chase

Notary Public



My Commission Expires 7/1/78

ARTICLES OF MERGER

377

MERGING

DMHC, INC. (MD. CORP.)

INTO

ARE-TEE DISTRIBUTING CO., INC. (NEW YORK CORP.)-SURVIVOR

approved and received for record by the State Department of Assessments and Taxation of Maryland April 11, 1975, at 4:00 o'clock P.M. as in conformity with law and ordered recorded.

A 40107

23

Recorded in Liber F2168, folio 408, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$-----Recording fee paid \$42.00-----

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.

12.25

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

Richard H. Keller



PAID

Rec. Fee	\$ <u>12.25</u>	STATE OF MARYLAND
Rec. Tax	\$ _____	WASHINGTON COUNTY
Trans. Tax	\$ _____	RECEIVED FOR RECORD
TOTAL . . . \$	<u>Jul 18 1 40 PM '75</u>	
	LIBER _____ FOLIO _____	
	LAND <input type="checkbox"/> _____ <input type="checkbox"/>	
	VAUGHN J. BAKER, CLERK	

ARTICLES OF AMENDMENT

OF

WASHINGTON COUNTY DAY CARE CENTER
FOR THE MENTALLY RETARDED, INC.

WASHINGTON COUNTY DAY CARE CENTER FOR THE MENTALLY RETARDED, INC., 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 is hereby amended to change the purposes of the corporation by striking out ARTICLE IV of the Articles of Incorporation, and inserting in lieu thereof the following:

"ARTICLE IV

The Corporation is organized and shall be operated, exclusively, for the purpose of conducting, on a non-profit basis, a community sponsored day care center for the purpose of training minor and adult persons who are handicapped by mental retardation who exhibit handicapped characteristics which are so profound, complex and unique that no educational program is offered or can be offered by the local educational agency, to provide opportunities for the maximum development of the capabilities of each mentally retarded person under its care, and to provide means for educating the parents and siblings, or guardians, of the retardates, in sharing the total responsibilities of care and training; and to operate said center in accordance with the standards, rules and regulations of the Maryland State Department of Education governing nonpublic educational institutions for the handicapped. To receive gifts, grants and donations from any source whatsoever and to apply the income and principal thereof to promoting the above set forth purposes, and it shall be within the powers of said Corporation to use as a means to that end, the cooperation and aid of agencies, which from time to time can aid the Corporation in giving the best care available to the retardates; and to assist and cooperate with governmental agencies in pursuance of their endeavors to aid the mentally retarded."

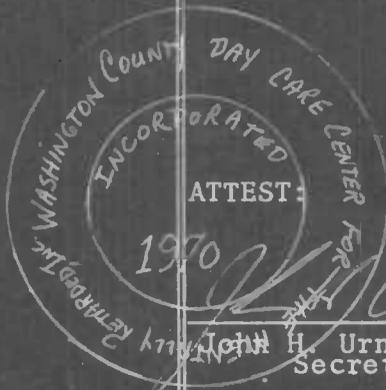
The Corporation not having any membership, there were no persons entitled to notice or to vote on this amendment other than the Directors of the Corporation.

The Board of Directors of the Corporation at a special meeting duly convened and held on February 6, 1975 adopted a Resolution in which was set forth the foregoing Amendment to the Charter and that the Board of Directors of the Corporation approved said Amendment by unanimous written consent.

IN WITNESS WHEREOF, WASHINGTON COUNTY DAY CARE CENTER FOR THE MENTALLY RETARDED, INC. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on the 11th day of March, 1975.

WASHINGTON COUNTY DAY CARE CENTER FOR THE MENTALLY RETARDED, INC.

By Ronald E. Keyser, m. ed.
Ronald E. Keyser
President



John H. Urner
Secretary

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

I HEREBY CERTIFY, that on this 11th day of March, 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Ronald E. Keyser, President of Washington County Day Care Center for the Mentally Retarded, 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.

Shelby J. Crawford
Notary Public



July 1, 1978

ARTICLES OF AMENDMENT

OF

WASHINGTON COUNTY DAY CARE CENTER
FOR THE MENTALLY RETARDED, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 20, 1975 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 39311

Recorded in Liber 3 2161, folio 467, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

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

3.75

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. Kella



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____
STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
JUL 18 1 40 PM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER, CLERK

HOPEWELL-CUSHWA FARMS CORP.
(a close corporation)

ARTICLES OF TRANSFER

Hopewell-Cushwa Farms Corp., a close corporation, organized and existing under the laws of the State of Maryland, does hereby declare and certify that:

1. Hopewell-Cushwa Farms Corp. (hereinafter referred to as the "Transferor Corporation") does hereby agree to transfer and does hereby transfer all of its properties and assets; real, personal, or mixed, to The Hopewell-Cushwa Farms Company, a partnership organized and existing under the laws of the State of Maryland (said partnership hereinafter referred to as the "Transferee").

2. The name of the Transferee is The Hopewell-Cushwa Farms Company. The post office address of its principal place of business is c/o Victor Cushwa & Sons, Inc., Williamsport, Maryland, 21795.

3. The name of the only corporation which is a party to these Articles of Transfer is Hopewell-Cushwa Farms Corp., which is a close corporation, organized and existing under the laws of the State of Maryland.

4. The nature and amount of the consideration to be paid on behalf of the Transferee for the properties and assets of the Transferor Corporation consists of 1660 shares of fully paid and non-assessable common stock of Hopewell-Cushwa Farms Corp., constituting all its outstanding stock, which has been surrendered by the stockholders of the Transferor Corporation to it, pursuant to the liquidation of the Transferor Corporation and pursuant to the transfer authorized and directed by the said stockholders of the Transferor

Corporation's properties and assets to the Transferee, a partnership formed to acquire the Transferor Corporation's properties and assets.

5. The only county of this state in which is located the principal office of the Transferor Corporation and in which the Transferor Corporation owns property, the title to which could be affected by the recording of an instrument among the land records, is Washington County.

6. These Articles of Transfer have been duly advised by a resolution of the Board of Directors of the Transferor Corporation adopted by unanimous vote of the directors at a special meeting of the Board of Directors held on February 22, 1975; and said Articles of Transfer have been duly authorized and approved by the affirmative and unanimous vote of all the outstanding shares of stock of the Transferor Corporation at a special meeting of the stockholders held on the same day as and immediately after the aforementioned meeting of the Board of Directors.

7. Among the properties and assets of the Transferor Corporation transferred hereby and hereunder to the Transferee are certain real properties situate in Washington County, Maryland, which are identified and described more particularly as follows:

All the following tracts or parcels of land, together with the improvements thereon, situate in Washington County, Maryland, and more particularly described as follows:

TRACT NO. 1. Known as the David K. Cushwa Farm, situate on the East side of the public road leading from the Williamsport Pike, otherwise known as U. S. Route #11, to Hopewell, known as the Old Sprecher Mill Road, containing approximately two hundred twenty (220) acres of land, more or less, and consisting of the following parcels:

Parcel No. 1. Being all that parcel or tract of land formerly known as the Petre Farm and being part of the tract called "The Resurvey on Salisbury" containing one hundred seventy-eight (178) acres and seventy-six (76) perches of land.

Parcel No. 2. Being other parts of the tract called "The Resurvey on Salisbury" consisting of three separate parcels of land aggregating twenty-one (21) acres and sixty-five (65) perches of land, more or less, saving and excepting therefrom, however, the parcel of ground containing thirteen and eight tenths (13.8) acres of land, more or less, conveyed from David K. Cushwa, Sr., and Nannie M. Cushwa, his wife, to James J. Chapman, Jr., and Elizabeth Allen Chapman, his wife, by Deed dated August 14, 1944, and recorded in Liber 227, folio 253, of the Washington County Land Records.

Parcel No. 3. Being all that parcel of land containing approximately thirty-four (34) acres and forty-four (44) perches of land.

Being the same property conveyed from David K. Cushwa, Sr., and Nannie M. Cushwa, his wife, to David K. Cushwa, Jr. and Ida R. Cushwa, his wife, by Deed dated April 23, 1956, and recorded in Liber 309, folio 332, among the Land Records of Washington County, Maryland, to which Deed reference is hereby made for a more complete and definite description.

TRACT NO. 2. Situate in the Williamsport Election District, in Washington County, State of Maryland, located along the West side of the Hopewell Road, which is the road leading Southward from Hopewell to U. S. Route No. 11, the Hagerstown- Williamsport Highway, approximately 2.2 miles South of Hopewell, and more particularly described as follows:

Parcel No. 1. Beginning at a stone in the northern right-of-way line of the Western Maryland Railroad, said stone also being at the end of 765.78 feet in the eighth or South 56 degrees 30' East 1283 foot line of a deed from Harry Edward Stotler and wife to Arthur G. Arnold, Jr., and Nell T. Arnold, his wife, dated April 8, 1957, and recorded in Liber 321 Folio 491, one of the land records of Washington County, Maryland, thence with the Northern boundary of the aforesaid right-of-way recorded in W. McKK #5 Folio 108 and with bearings and distances as determined by recent

survey by J. B. Ferguson & Company, Inc., South 62 degrees 01' West 2621.33 feet to an iron pin in and 244.16 feet from the beginning of the second line of Liber 321 Folio 491 said iron pin also being the intersection of the second line of the aforesaid deed with the northern right-of-way line of the aforesaid railroad thence with the remainder of the second line and an existing fence North 61 degrees 17' West 811.84 feet to a corner of a stone fence, thence with the third, fourth, fifth, sixth, seventh and a portion of the eighth lines of Liber 321 Folio 491 North 25 degrees 14' East 1207.58 feet to a fence post, thence South 61 degrees 13' East 1056.63 feet to a fence post, thence North 24 degrees 58' East 1268.87 feet to a fence post, thence South 57 degrees 28' East 509.44 feet to a fence post, thence South 7 degrees 58' West 219.62 feet to a stone, thence South 58 degrees 18' East 765.78 feet to the place of beginning, containing 60.12 acres of land, more or less.

Parcel No. 2. Beginning at a fence post in the southern right-of-way of the Western Maryland Railroad, said fence post also being South 27 degrees 59' East 66.07 feet from a point in and 704.66 feet from the beginning of the 1st line of Parcel No. 1 of this description, thence leaving said right-of-way and running with an existing fence, South 83 degrees 57' East 959.15 feet to a fence post in the northern right-of-way line of the Hopewell-Williamsport Road, thence with said right-of-way line and portions of existing fences the following two courses and distances South 19 degrees 09' West 518.00 feet to an iron pin, thence South 28 degrees 37' West 171.12 feet to an iron pin in and 34.00 feet more or less from the beginning of the first line of Liber 247 Folio 9 one of the land records of Washington County, Maryland, thence with a portion of the aforesaid line South 65 degrees 31' West 74.00 feet to a point, thence leaving the aforesaid line North 47 degrees 31' West 127.00 feet to a point, thence North 60 degrees 27' West 1018.32 feet to an iron pin in the southern right-of-way line of the Western Maryland Railroad, thence with said right-of-way line recorded in W. McKK No. 5 Folio 108 and a portion of an existing fence North 62 degrees 01' East 390.62 feet to the place of beginning, containing 12.34 acres of land, more or less.

The aforesaid tracts or parcels of land being the same property conveyed from Arthur G. Arnold, Jr. and Nell T. Arnold, his wife, to David K. Cushwa, Jr., and Ida R. Cushwa, his wife, by Deed dated May 4, 1962, and recorded in Liber 379, Folio 607, one of the Land Records of Washington County, Maryland.

TRACT NO. 3. All those two lots or parcels of ground, together with all the rights, ways, easements and appurtenances thereunto belonging, fronting 55 feet and 70 feet respectively on the East side of Davis Drive near its intersection with Hampton Road, said lots being known and designated as Lots Nos. 430 and 431 of Section IV of Tammany Manor, as shown on a plat thereof of record in Folio 337-B among the Plat Records of Washington County, Maryland.

Also that ten foot strip of land lying at the easternmost end of the bed of Hampton Road, more particularly shown on the aforementioned plat with the designation "Reserved".

Being the same property conveyed from Raymond H. Miller, Sr., et al, to David K. Cushwa, Jr., and Ida R. Cushwa, his wife, by Deed dated August 14, 1963, and recorded in Liber 397, folio 370, one of the Land Records of Washington County, Maryland.

TRACT NO. 4. All that lot or parcel of land, together with the rights, ways, easements and appurtenances thereunto belonging, situate on the North side of Reynolds Road in Section 3 of Tammany Manor, said lot fronts 70 feet on the North side of Reynolds Road, is 150 feet on its East side, 70 feet in the rear, and 150 feet on the West side, being that lot shown on Plat recorded among the Plat Records of Washington County at Folio 337-A marked "reserved", bounding on the east boundary of Lot 109 and west boundary of Lot 111, being the same property conveyed from Raymond H. Miller, Sr., et al to David K. Cushwa, Jr., and Ida R. Cushwa, his wife, by Deed dated July 14, 1967, and recorded in Liber 458, folio 156, one of the Land Records of Washington County, Maryland.

Saving and excepting therefrom the following tracts or parcels of ground:

- (1) Being all that tract containing 79.30 acres of land, more or less, conveyed to the State Roads Commission of Maryland by Deed dated July 3, 1969, and recorded in Liber 492, folio 165, among the Land Records of Washington County, Maryland.
- (2) Being all that tract containing 1.79 acres of land, more or less, conveyed to the State Roads Commission of Maryland by Deed dated July 3, 1969, and recorded in Liber 492, folio 168, among the Land Records of Washington County, Maryland.
- (3) Being all that tract containing 0.73 acre, more or less, conveyed to James J. Chapman and Elizabeth Helen Chapman, his wife, by Deed dated September 30, 1969, and recorded in Liber 496, Folio 173, among the Land Records of Washington County, Maryland.
- (4) Being all that tract or parcel of land, containing 16.47 acres, more or less, conveyed to Rock'n Spring Corp. by deed dated June 5, 1973, and recorded in Liber 561, folio 533, among the Land Records of Washington County, Maryland.

IN WITNESS WHEREOF, Hopewell-Cushwa Farms Corp., the Transferor Corporation hereunder, has caused these presents to be signed in its name and on its behalf, and its corporate seal to be hereunto affixed and attested by its Secretary on the 21st day of March, 1975, and The Hopewell-Cushwa Farms Company, the Transferee hereunder, has on the same day caused these presents to be signed in its name and on its behalf.

ATTEST:

Daniel C. Rightman
Secretary



HOPEWELL-CUSHWA FARMS CORP.

By: David K. Gooding, 3P
President

WITNESS:

B. G. Rightman

THE HOPEWELL-CUSHWA FARMS COMPANY

By: Louisa C. McDonald
Partner

STATE OF MARYLAND)
) ss:
 WASHINGTON COUNTY)

I HEREBY CERTIFY, that on this 21st day of March, 1975, before me, the subscriber, a Notary Public in and for the County aforesaid, personally appeared DAVID K. CUSHWA, III, President of Hopewell-Cushwa Farms Corp., a Maryland close corporation, and in the name of and on behalf of said corporation, acknowledged the foregoing Articles of Transfer to be the corporate act of said corporation; and at the same time personally appeared JOAN C. SCHOEN, who made oath in due form of law that she was Secretary of the meeting of the stockholders of said corporation, at which time the foregoing Articles of Transfer were authorized and approved and that the matters and facts set forth in the said Articles of Transfer with respect to authorization and approval are true and correct.

AS WITNESS my hand and Notarial Seal.

Walter W. Teach

 Notary Public



STATE OF MARYLAND)
) ss:
 WASHINGTON COUNTY)

I HEREBY CERTIFY, that on this 21st day of March, 1975, before me, the subscriber, a Notary Public in and for the County aforesaid, personally appeared LOUISA C. McDONALD, a general partner of The Hopewell-Cushwa Farms Company, a partnership, and in the name of and on behalf of said partnership acknowledged its execution of the foregoing Articles of Transfer as its valid act and deed, as Transferee thereunder.

AS WITNESS my hand and Notarial Seal.

Walter W. Teach

 Notary Public



CERTIFICATE OF CONVEYANCE
OF REAL PROPERTY BY ARTICLES OF TRANSFER

Pursuant to Article 23, Section 66(g) (2) of the Annotated Code of Maryland (1966 Replacement Volume), Title "Corporations," subtitle "Consolidation, Merger and other Transfer of Property": We hereby certify that the herein described property is being conveyed by Articles of Transfer

REAL PROPERTY AFFECTED: (Show separately for each parcel deed reference and brief description preferably as shown on recent tax bill.)

The Real Property Affected is described and identified
on the Schedule attached hereto.

Ordinary Post Office Address for receipt tax bills

c/o Victor Cushwa & Sons, Inc.
Williamsport, Maryland 21795
Address

For Department
use only.

As Witness to the act of the State Department
of Assessments and Taxation of Baltimore, this
24 day of March 1975 I
have set my hand and caused the seal of said
Department to be hereto affixed.

Richard W. Keller
Supervisor-Charter Division

*Note: Submit in duplicate.

HOPEWELL-CUSHWA FARMS CORP.
(a close corporation)

SCHEDULE ATTACHED TO CERTIFICATE OF CONVEYANCE

REAL PROPERTY AFFECTED:

All the following tracts or parcels of land, together with the improvements thereon, situate in Washington County, Maryland, and more particularly described as follows:

TRACT NO. 1. Known as the David K. Cushwa Farm, situate on the East side of the public road leading from the Williamsport Pike, otherwise known as U. S. Route #11, to Hopewell, known as the Old Sprecher Mill Road, containing approximately two hundred twenty (220) acres of land, more or less, and consisting of the following parcels:

Parcel No. 1. Being all that parcel or tract of land formerly known as the Petre Farm and being part of the tract called "The Resurvey on Salisbury" containing one hundred seventy-eight (178) acres and seventy-six (76) perches of land.

Parcel No. 2. Being other parts of the tract called "The Resurvey of Salisbury" consisting of three separate parcels of land aggregating twenty-one (21) acres and sixty-five (65) perches of land, more or less, saving and excepting therefrom, however, the parcel of ground containing thirteen and eight tenths (13.8) acres of land, more or less, conveyed from David K. Cushwa, Sr., and Nannie M. Cushwa, his wife, to James J. Chapman, Jr., and Elizabeth Allen Chapman, his wife, by Deed dated August 14, 1944, and recorded in Liber 227, folio 253, of the Washington County Land Records.

Parcel No. 3. Being all that parcel of land containing approximately thirty-four (34) acres and forty-four (44) perches of land.

Being the same property conveyed from David K. Cushwa, Sr., and Nannie M. Cushwa, his wife, to David K. Cushwa, Jr. and Ida R. Cushwa, his wife, by Deed dated April 23, 1956, and recorded in Liber 309, folio 332, among the Land Records of Washington County, Maryland, to which Deed reference is hereby made for a more complete and definite description.

TRACT NO. 2. Situate in the Williamsport Election District, in Washington County, State of Maryland, located along the West side of the Hopewell Road, which is the road leading Southward from Hopewell to U. S. Route No. 11, the Hagerstown-Williamsport Highway, approximately 2.2 miles South of Hopewell, and more particularly described as follows:

Parcel No. 1. Beginning at a stone in the northern right-of-way line of the Western Maryland Railroad, said stone also being at the end of 765.78 feet in the eighth or South 56 degrees 30' East 1283 foot line of a deed from Harry Edward Stotler and wife to Arthur G. Arnold, Jr., and Nell T. Arnold, his wife, dated April 8, 1957, and recorded in Liber 321 Folio 491, one of the land records of Washington

County, Maryland, thence with the Northern boundary of the aforesaid right-of-way recorded in W.McKK #5 Folio 108 and with bearings and distances as determined by recent survey by J. B. Ferguson & Company, Inc., South 62 degrees 01' West 2621.33 feet to an iron pin in and 244.16 feet from the beginning of the second line of Liber 321 Folio 491 said iron pin also being the intersection of the second line of the aforesaid deed with the northern right-of-way line of the aforesaid railroad thence with the remainder of the second line and an existing fence North 61 degrees 17' West 811.84 feet to a corner of a stone fence, thence with the third, fourth, fifth, sixth, seventh and a portion of the eighth lines of Liber 321 Folio 491 North 25 degrees 14' East 1207.58 feet to a fence post, thence South 61 degrees 13' East 1056.63 feet to a fence post, thence North 24 degrees 58' East 1268.87 feet to a fence post, thence South 57 degrees 28' East 509.44 feet to a fence post, thence South 7 degrees 58' West 219.62 feet to a stone, thence South 58 degrees 18' East 765.78 feet to the place of beginning, containing 60.12 acres of land, more or less.

Parcel No. 2. Beginning at a fence post in the southern right-of-way of the Western Maryland Railroad, said fence post also being South 27 degrees 59' East 66.07 feet from a point in and 704.66 feet from the beginning of the 1st line of Parcel No. 1 of this description, thence leaving said right-of-way and running with an existing fence, South 83 degrees 57' East 959.15 feet to a fence post in the northern right-of-way line of the Hopewell-Williamsport Road, thence with said right-of-way line and portions of existing fences the following two courses and distances South 19 degrees 09' West 518.00 feet to an iron pin, thence South 28 degrees 37' West 171.12 feet to an iron pin in and 34.00 feet more or less from the beginning of the first line of Liber 247 Folio 9 one of the land records of Washington County, Maryland, thence with a portion of the aforesaid line South 65 degrees 31' West 74.00 feet to a point, thence leaving the aforesaid line North 47 degrees 31' West 127.00 feet to a point, thence North 60 degrees 27' West 1018.32 feet to an iron pin in the southern right-of-way line of the Western Maryland Railroad, thence with said right-of-way line recorded in W.McKK No. 5 Folio 108 and a portion of an existing fence North 62 degrees 01' East 390.62 feet to the place of beginning, containing 12.34 acres of land, more or less.

The aforesaid tracts or parcels of land being the same property conveyed from Arthur G. Arnold, Jr. and Nell T. Arnold, his wife, to David K. Cushwa, Jr., and Ida R. Cushwa, his wife, by Deed dated May 4, 1962, and recorded in Liber 379, Folio 607, one of the Land Records of Washington County, Maryland.

TRACT NO. 3. All those two lots or parcels of ground, together with all the rights, ways, easements and appurtenances thereunto belonging, fronting 55 feet and 70 feet respectively on the East side of Davis Drive near its intersection with Hampton Road, said lots being known and designated as Lots Nos. 430 and 431 of Section IV of Tammany Manor, as shown on a plat thereof of record in Folio 337-B among the Plat Records of Washington County, Maryland.

Also that ten foot strip of land lying at the easternmost end of the bed of Hampton Road, more particularly shown on the aforementioned plat with the designation "Reserved". Being the same property conveyed from Raymond H. Miller, Sr., et al, to David K. Cushwa, Jr., and Ida R. Cushwa, his wife, by Deed dated August 14, 1963, and recorded in Liber 397, folio 370, one of the Land Records of Washington County, Maryland.

TRACT NO. 4. All that lot or parcel of land, together with the rights, ways, easements and appurtenances thereunto belonging, situate on the North side of Reynolds Road in Section 3 of Tammany Manor, said lot fronts 70 feet on the North side of Reynolds Road, is 150 feet on its East side, 70 feet in the rear, and 150 feet on the West side, being that lot shown on Plat recorded among the Plat Records of Washington County at Folio 337-A marked "reserved", bounding on the east boundary of Lot 109 and west boundary of Lot 111, being the same property conveyed from Raymond H. Miller, Sr., et al to David K. Cushwa, Jr., and Ida R. Cushwa, his wife, by Deed dated July 14, 1967, and recorded in Liber 458, folio 156, one of the Land Records of Washington County, Maryland.

Saving and excepting therefrom the following tracts or parcels of ground:

(1) Being all that tract containing 79.30 acres of land, more or less, conveyed to the State Roads Commission of Maryland by Deed dated July 3, 1969, and recorded in Liber 492, folio 165, among the Land Records of Washington County, Maryland.

(2) Being all that tract containing 1.79 acres of land, more or less, conveyed to the State Roads Commission of Maryland by Deed dated July 3, 1969, and recorded in Liber 492, folio 168, among the Land Records of Washington County, Maryland.

(3) Being all that tract containing 0.73 acre, more or less, conveyed to James J. Chapman and Elizabeth Helen Chapman, his wife, by Deed dated September 30, 1969, and recorded in Liber 496, Folio 173, among the Land Records of Washington County, Maryland.

(4) Being all that tract or parcel of land, containing 16.47 acres, more or less, conveyed to Rock'n Spring Corp. by deed dated June 5, 1973, and recorded in Liber 561, folio 533, among the Land Records of Washington County, Maryland.

STATE OF MARYLAND

OFFICE OF STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

CERTIFICATE OF ARTICLES OF TRANSFER

To the Clerk of the CIRCUIT Court for WASHINGTON COUNTY

Pursuant to Article 23, Section 66(g) (1) and (2) of the Annotated Code of Maryland, the State Department of Assessments and Taxation does hereby certify that Articles of TRANSFER has been filed in its office by

Wright & Parks

Sun Life Bldg., Charles Center, Baltimore, Maryland 21201

which said Articles of TRANSFER were duly approved by said Department on March 24, 1975, at 10:30 a.m. and in accordance with said Articles and Section of the Code, it is further certified:

(a) The name of the transferor is

HOPEWELL-CUSHWA FARMS CORP. (MD. CORP.)

the name of the transferee is

HOPEWELL-CUSHWA FARMS COMPANY (A MD. PARTNERSHIP)

(b) The location of the principal office of the transferee is

Williamsport, Md. 21795, Washington County

(c) The Articles of TRANSFER are dated February 22, 1975.

(d) The time of receipt for record of the Articles of TRANSFER

in the office of the State Department of Assessments and Taxation was

March 24, 1975, at 10:30 a.m.

ARTICLES OF TRANSFER

BETWEEN

HOPEWELL-CUSHWA FARMS CORP. (MD. CORP.)_TRANSFEROR

AND

THE HOPEWELL-CUSHWA FARMS COMPANY (A MD. PARTNERSHIP)-TRANSFeree

approved and received for record by the State Department of Assessments and Taxation of Maryland March 24, 1975, at 10:30 o'clock A. M. as in conformity with law and ordered recorded.

A 39432

Recorded in Liber 9 2162 folio 496, 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. among Washington Co., Land Record Office.
\$23.00 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.

5.75

Richard H. Kella



PAID

Rec. Fee \$ 5.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 18 1 40 PM '75

LIBER _____ FOLIO _____

LAND _____ CLERK
VAUGHN J. DAKER

Received for record: July 18, 1975
Time: 1:41 P.M. Liber: 24

期 18-758# 1 264 *****3.75

WAYNE LOAN PLAN OF SOUTH HAGERSTOWN, INC.

ARTICLES OF DISSOLUTION

Wayne Loan Plan of South Hagerstown, Inc., a Maryland corporation having its principal office in Washington County, Maryland, (hereinafter called the Corporation), hereby certifies to the Maryland 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 South Hagerstown Shopping Center, Hagerstown, Washington County, Maryland, 21740.

THIRD: The name and post office address of the resident agent of the Corporation in the State of Maryland, service of process upon whom shall bind the Corporation in any action, suit or proceeding pending or hereafter instituted or filed against the Corporation for one year after dissolution and thereafter until the affairs of the Corporation are wound up, are Kenneth J. Mackley, 100 West Washington Street, Hagerstown, Washington County, Maryland, 21740. Said resident agent is an individual actually residing in this State.

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

<u>Name</u>	<u>Post Office Address</u>
R. S. Kuebler	Apartment 311, 1323 Queens Road Charlotte, North Carolina, 28207
R. A. Overcash, Jr.	4334 Belknap Charlotte, North Carolina, 28211
W. J. Williams	2611 Tanglewood Lane Charlotte, North Carolina, 28211

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>
R. S. Kuebler,	President	Apartment 311, 1323 Queens Road Charlotte, North Carolina, 28207
R. A. Overcash, Jr.,	Vice President	4334 Belknap Charlotte, North Carolina, 28211
W. J. Williams,	Vice President and Treasurer	2611 Tanglewood Lane Charlotte, North Carolina, 28211
Roger B. Hendrix,	Secretary	4032 Arborway Charlotte, North Carolina, 28211
T. R. Whisenant,	Assistant Secretary	1321 Hazelhurst Avenue Charlotte, North Carolina, 28211
S. H. Booth, Jr.,	Assistant Treasurer	4401 Barwick Road Charlotte, North Carolina, 28211

SIXTH: On January 26, 1972, all members of the Board of Directors and the sole stockholder of the Corporation, in joint action without a meeting, pursuant to Sections 47 and 58 of the General Corporation Law of Maryland, consented in writing to the dissolution of the Corporation.

SEVENTH: The Corporation has no known creditors.

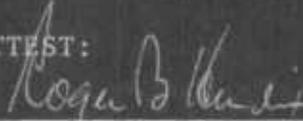
EIGHTH: These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland and of the applicable collectors of taxes (being all collectors of taxes in the list thereof heretofore supplied to the Corporation by the Maryland Department of Assessments and Taxation stating in effect that all taxes levied on assessments made by the said Department and billed by and payable to such collecting authorities by the Corporation have been paid, except taxes barred by Section 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, Wayne Loan Plan of South Hagerstown, Inc., has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary, on June 14, 1972.

WAYNE LOAN PLAN OF
SOUTH HAGERSTOWN, INC.

(CORPORATE SEAL)

BY: 
R. S. Kuebler, President

ATTEST:

Roger B. Hendrix, Secretary

STATE OF NORTH CAROLINA, COUNTY OF MECKLENBURG to-wit:

I HEREBY CERTIFY, that on this 29th day of June, 1972, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared R. S. Kuebler, President of Wayne Loan Plan of South Hagerstown, Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Dissolution to the corporate act of said corporation; and at the same time personally appeared Roger B. Hendrix and made oath in due form of law that he was secretary of the meeting of the stockholders of said corporation at which the dissolution of the corporation therein set forth was authorized, and that the matters and facts set forth in said Articles of Dissolution are true to the best of his knowledge, information and belief.

WITNESS my hand and Notarial Seal.


Notary Public

My Commission Expires: February 19, 1975





STATE OF MARYLAND
 COMPTROLLER OF THE TREASURY
 STATE TREASURY BUILDING
 P. O. BOX 466 PHONE 267-5619
 ANNAPOLIS, MARYLAND 21404

LOUIS L. GOLDSTEIN
 COMPTROLLER
 BERNARD F. NOSSEL
 CHIEF DEPUTY

GENERAL ACCOUNTING DIVISION

ARNOLD G. HOLZ, C.P.A.
 DIVISION CHIEF

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

WAYNE LOAN PLAN OF SOUTH HAGERSTOWN, INC.
 have been paid.

WITNESS my hand and official seal this
 Twenty-second day of January A.D. 1975.

Mary Ellen Hopkins
 Deputy Comptroller



STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
 hereby gives notice that ARTICLES OF DISSOLUTION of the
 WAYNE LOAN PLAN OF SOUTH HAGERSTOWN, INC.
 were received for record on, February 28, 1975,
 in accordance with the provisions of Sec. 77 of Art. 23 of the
 Code (1957 Edition).

William H. Washington
 Director

ARTICLES OF DISSOLUTION
OF
WAYNE LOAN PLAN OF SOUTH HAGERSTOWN, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 28, 1975 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 38817

4

Recorded in Liber 2155, folio 328, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Special Fee
Bonus tax paid \$ 15.00 Recording fee paid \$ 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.

William J. Bennett

3.75



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
JUL 18 1 42 PM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER, CLERK

Received for record: July 18, 1975
 Time: 1:41 P.M. Liber: 24

JUL 18-75 B 1 265 *****3.75

WAYNE INSURANCE AGENCY OF MARYLAND, INC.

ARTICLES OF DISSOLUTION

Wayne Insurance Agency of Maryland, Inc., a Maryland corporation having its principal office in Washington County, Maryland, (hereinafter called the Corporation), hereby certifies to the Maryland 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 South Hagerstown Shopping Center, Hagerstown, Washington County, Maryland, 21740.

THIRD: The name and post office address of the resident agent of the Corporation in the State of Maryland, service of process upon whom shall bind the Corporation in any action, suit or proceeding pending or hereafter instituted or filed against the Corporation for one year after dissolution and thereafter until the affairs of the Corporation are wound up, are Kenneth J. Mackley, 100 West Washington Street, Hagerstown, Washington County, Maryland, 21740. Said resident agent is an individual actually residing in this State.

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

<u>Name</u>	<u>Post Office Address</u>
R. S. Kuebler	Apartment 311, 1323 Queens Road Charlotte, North Carolina, 28207
R. A. Overcash, Jr.	4334 Belknap Charlotte, North Carolina, 28211
W. J. Williams	2611 Tanglewood Lane Charlotte, North Carolina, 28211

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>
R. S. Kuebler,	President	Apartment 311, 1323 Queens Road Charlotte, North Carolina, 28207
R. A. Overcash, Jr.,	Vice President	4334 Belknap Charlotte, North Carolina, 28211
W. J. Williams,	Vice President and Treasurer	2611 Tanglewood Lane Charlotte, North Carolina, 28211
Roger B. Hendrix,	Secretary	4032 Arborway Charlotte, North Carolina, 28211
T. R. Whisenant,	Assistant Secretary	1321 Hazelhurst Avenue Charlotte, North Carolina, 28211
S. H. Booth, Jr.,	Assistant Treasurer	4401 Barwick Road Charlotte, North Carolina, 28211

SIXTH: On January 26, 1972, all members of the Board of Directors and the sole stockholder of the Corporation, in joint action without a meeting, pursuant to Sections 47 and 58 of the General Corporation Law of Maryland, consented in writing to the dissolution of the Corporation.

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 applicable collectors of taxes (being all collectors of taxes in the list thereof heretofore supplied to the Corporation by the Maryland Department of Assessments and Taxation stating in effect that all taxes levied on assessments made by the said Department and billed by and payable to such collecting authorities by the Corporation have been paid, except taxes barred by Section 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, Wayne Insurance Agency of Maryland, Inc., has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary, on June 19, 1972.



WAYNE INSURANCE AGENCY
OF MARYLAND, INC.

(CORPORATE SEAL)

BY: *R. S. Kuebler*
R. S. Kuebler, President

ATTEST:
Roger B. Hendrix
Roger B. Hendrix, Secretary

STATE OF NORTH CAROLINA, COUNTY OF MECKLENBURG to-wit:

I HEREBY CERTIFY, that on this 29th day of June, 1972, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared R. S. Kuebler, President of Wayne Insurance Agency of Maryland, Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Dissolution to the corporate act of said corporation; and at the same time personally appeared Roger B. Hendrix and made oath in due form of law that he was secretary of the meeting of the stockholders of said corporation at which the dissolution of the corporation therein set forth was authorized, and that the matters and facts set forth in said Articles of Dissolution are true to the best of his knowledge, information and belief.

WITNESS my hand and Notarial Seal.

John B. Alexander
Notary Public

My Commission Expires: February 19, 1975





STATE OF MARYLAND
 COMPTROLLER OF THE TREASURY
 STATE TREASURY BUILDING
 P. O. BOX 466 PHONE 267-5619
 ANNAPOLIS, MARYLAND 21404

LOUIS L. GOLDSTEIN
 COMPTROLLER
 BERNARD F. NOSSEL
 CHIEF DEPUTY

GENERAL ACCOUNTING DIVISION
 ARNOLD G. HOLZ, C.P.A.
 DIVISION CHIEF

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

WAYNE INSURANCE AGENCY OF MARYLAND, INC.

have been paid.

WITNESS my hand and official seal this

Seventh day of March A.D. 1975.

Mary Ellen Hopkins

 Deputy Comptroller

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

 WAYNE INSURANCE AGENCY OF MARYLAND, INC.
 were received for record on, March 31, 1975,
 in accordance with the provisions of Sec. 77 of Art. 23 of the
 Code (1957 Edition).

 William H. Riley, Jr.
 Director

ARTICLES OF DISSOLUTION
OF
WAYNE INSURANCE AGENCY OF MARYLAND, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 31, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 39578

4

Recorded in Liber 2160, folio 85, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Special Fee
~~None~~ 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.

3.75

Richard H. Keller



PAID

Rec. Fee	\$ 3.75	STATE OF MARYLAND WASHINGTON COUNTY RECEIVED FOR RECORD
Rec. Tax	\$ _____	
Trans. Tax	\$ _____	
TOTAL . . . \$	_____	

JUL 18 1 42 PM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN L. ROFFER CLERK

30 402

Received for record: August 13, 1975 at 2:04 P.M. Liber: 24

AUG 13-75 A# 12398 *****1.50

CERTIFICATE OF CONVEYANCE
OF REAL PROPERTY BY ARTICLES OF MERGER

Pursuant to Article 23, Section 66(g) (2) of the Annotated Code of Maryland (1966 Re-
placement Volume), Title "Corporations," subtitle "Consolidation, Merger and Other Transfer of
Property": We hereby certify that the herein described property is being conveyed by Articles of
Merger by Rest Haven Cemetery Company of
to Chapel Hills Memory Gardens, Inc. (transferor) Hagerstown, Inc.
(transferee)

REAL PROPERTY AFFECTED: (Show separately for each parcel deed reference and brief des-
cription preferably as shown on recent tax bill.)

PARCEL NO. 1, being that property conveyed to The Rest Haven Cemetery
Company by deed dated July 9, 1927, and recorded among the Land
Records of Washington County, Maryland, at Liber No. 178, folio
400;

PARCEL NO. 2, being that property conveyed to The Rest Haven Cemetery
Company by deed dated January 12, 1946 and recorded among the land
Records of Washington County, Maryland, at Liber No. 232, folio 621

Both parcels including that same property shown as "13.3004 acres improved
of a larger parcel, W/S Middleburg Pike No of Hagerstown City line" on the
* Ordinary Post Office Address for receipt tax bills

850 St. Johns Bluff Road, Jacksonville, Florida
Address of transferee

For Department
use only.

As Witness to the act of the State Department
of Assessments and Taxation at Baltimore, this
13th day of May 1975
I have set my hand and caused the seal of said
Department to be hereto affixed.

William J. Sherman
Supervisor-Charter Division

*tax records of Washington County, for District 27, account no. 714425,
Map 037, Block 05, Parcel 0346.

*Note: Submit in duplicate.

STATE OF MARYLAND

OFFICE OF STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

CERTIFICATE OF MERGER

To the Clerk of the CIRCUIT Court for WASHINGTON COUNTY

Pursuant to Article 23, Section 66(g) (1) and (2) of the Annotated Code of Maryland, the State Department of Assessments and Taxation does hereby certify that an agreement of merger has been filed in its office by _____

Howard L. Rosenberg, Esq.

C T Corporation System, 208 South La Salle St., Chicago, Illinois 60601

which said agreement of merger was duly approved by said Department on _____

May 13, 1975, at 8:30 a.m.

and in accordance with said Article and Section of the Code it is further certified:

(a) The names of the merging corporations are _____

THE REST HAVEN CEMETERY COMPANY OF HAGERSTOWN, INC. (MD. CORP.)

INTO

CHAPEL HILLS MEMORY GARDENS, INC. (FLORIDA CORP.)-SURVIVOR

(b) The name of the new corporation is _____

CHAPEL HILLS MEMORY GARDENS, INC.

(c) The location of the principal office of the new corporation is _____

850 St. Johns Bluff Rd., Jacksonville, Florida

(d) The Agreement of Merger is dated March 18, 1975.

(e) The time of receipt for record of the agreement of merger in the office of the State Department of Assessments and Taxation was _____

May 13, 1975, at 8:30 a.m.

AUG 13-75 A 12399 *****4.25

ARTICLES OF INCORPORATION
OF
HUB CITY LIQUORS, INC.

THIS IS TO CERTIFY:

FIRST: That We, the subscribers, Charles T. Shifler, whose post office address is Route #1, Boonsboro, Maryland 21713; Blanche M. Shifler, whose post office address is Route #1, Boonsboro, Maryland 21713; and David K. Poole, Jr., whose post office address is 148 West Washington Street, Hagerstown, Maryland 21740, 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 corporation.

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

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

(a) To engage in the operation, conduct, and management of a liquor store for the sale of beer, wine, distilled spirits, and sundry merchandise, and other allied business.

(b) To purchase, to receive by way of gift, subscribe for, invest in, and in all other ways, acquire, import, lease, possess, maintain, handle on consignment, own, hold for investment or otherwise use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect of, trade and deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign and in all other ways dispose of, design,

develop, invent, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, plant, cultivate, produce, market and in all other ways (whether like or unlike any of the foregoing), deal in and with property of every kind and character, real, personal or mixed, tangible or intangible, wherever situated and however held, including, but not limited to, money, credits, choses in action, securities, bonds, stocks, warrants, script, certificates, debentures, mortgages, notes, commercial paper and other obligations and evidences of interest in or indebtedness of any person, firm or corporation, foreign or domestic, or of any government or subdivision or agency thereof, documents of title, and accompanying rights, and every other kind and character of personal property, real property (improved or unimproved), and the products and avails thereof, and every character of interest therein and appurtenance thereto, including, but not limited to, mineral, oil, gas and water rights, all or any part of any going business and its incidents, franchises, subsidies, charters, concessions, grants, rights, powers or privileges, granted or conferred by any government or subdivision or agency thereof, and any interest in or part of any of the foregoing, and to exercise in respect thereof all of the rights, powers, privileges, and immunities of individual owners or holders thereof.

(c) To hire and employ agents, servants and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor or otherwise, either alone or in company with others.

(d) To promote or aid in any manner, financially or otherwise, any person, firm, association or

corporation, and to guarantee contracts and other obligations.

(e) To let concessions to others to do any of the things that this Corporation is empowered to do, and to enter into, make, perform and carry out, contracts and arrangements of every kind and character with any person, firm, association or corporation, or any government or authority or subdivision or agency thereof.

(f) To carry on any business whatsoever that this Corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interests of this Corporation, and to do all things specified in Article 23, Section 9 of the Annotated Code of Maryland, and to have and to exercise all powers conferred by the laws of the State of Maryland on corporations formed under the laws pursuant to which and under which this Corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things hereinabove set forth to the same extent and as fully as natural persons might or could do, either alone or in connection with other persons, firms, associations or corporations and in any part of the world.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, shall be liberally construed in aid of the powers of this Corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in nowise limited or restricted by any term or provision of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid

general powers, but are in furtherance of, and in addition to and not in limitation of said general powers.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is 1013 Maryland Avenue, Hagerstown, Washington County, Maryland 21740. The Resident Agent of the Corporation is Charles T. Shifler, whose post office address is Route #1, Boonsboro, Maryland 21713. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have three (3) directors and Charles T. Shifler, Blanche M. Shifler, and David K. Poole, Jr. shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total amount of the authorized capital stock of the Corporation is One Hundred Thousand (\$100,000.00) Dollars par value, divided into Ten Thousand (10,000) shares of the par value of Ten (\$10.00) Dollars each.

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.

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

(b) The Board of Directors shall have the power to mortgage the property of the Corporation from time to time, without the approval of the stockholders, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(c) The Board of Directors shall 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.

(d) The above granted powers to the Corporation and to the Board of Directors thereof are in furtherance of and not in limitation of the general powers conferred by law upon the Directors of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 28th day of April, 1975.

WITNESS:

Charles T. Shifler (SEAL)
Charles T. Shifler

Judith A. Harshman

Blanche M. Shifler (SEAL)
Blanche M. Shifler

Judith A. Harshman

David K. Poole, Jr. (SEAL)
David K. Poole, Jr.

Judith A. Harshman

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 28th day of April, 1975, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Charles T. Shifler, Blanche M. Shifler, and David K. Poole, Jr., known to me (or satisfactorily proven) to be the persons whose names are subscribed to the within instrument and acknowledged that they executed the same for the purposes therein contained.

WITNESS my hand and Official Notarial Seal.

Judith A. Washman
Notary Public



My Commission Expires:
July 1, 1978.

ARTICLES OF INCORPORATION
OF
HUB CITY LIQUORS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 29, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 40447

Recorded in Liber F2170, folio 635, 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.

William J. ...



PAID

Rec. Fee \$ 4.25
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____
STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
AUG 13 2 04 PM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN BAKER CLERK

AUG 13-75 A# 12400 *****4.25

MAY 7 9 05 AM '75

ARTICLES OF INCORPORATION
OF
DICK BLACK AUTO SALES, INC.

THIS IS TO CERTIFY:

FIRST: That We, the subscribers, Richard E. Black, whose post office address is Route #8, Box 413, Chambersburg, Pennsylvania 17201; Matthew Schwartz, whose post office address is 2421 Walker Mill Road, Harrisburg, Pennsylvania 17110; and David K. Poole, Jr., whose post office address is 148 West Washington Street, Hagerstown, Maryland 21740, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is: "DICK BLACK AUTO SALES, INC."

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

(a) To engage in the business of purchasing, acquiring, owning, leasing, selling, transferring, encumbering, generally dealing in, repairing, renovating, and servicing all types of new and used automobiles, trucks, and other motor vehicles and any parts or accessories used in connection therewith; and to engage in the business of purchasing, acquiring, owning, selling, and generally dealing in all types of supplies used by all types of motor vehicles.

(b) To purchase, to receive by way of gift, subscribe for, invest in, and in all other ways, acquire,

import, lease, possess, maintain, handle on consignment, own, hold for investment or otherwise use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect of, trade and deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign and in all other ways dispose of, design, develop, invent, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, plant, cultivate, produce, market and in all other ways (whether like or unlike any of the foregoing), deal in and with property of every kind and character, real, personal or mixed, tangible or intangible, wherever situated and however held, including, but not limited to, money, credits, choses in action, securities, stocks, bonds, warrants, script, certificates, debentures, mortgages, notes, commercial paper and other obligations and evidences of interest in or indebtedness of any person, firm or corporation, foreign or domestic, or of any government or subdivision or agency thereof, documents of title, and accompanying rights, and every other kind and character of personal property, real property (improved or unimproved), and the products and avails thereof, and every character of interest therein and appurtenance thereto, including, but not limited to, mineral, oil, gas and water rights, all or any part of any going business and its incidents, franchises, subsidies, charters, concessions, grants, rights, powers or privileges, granted or conferred by any government or subdivision or agency thereof, and any interest in or part of any of the foregoing, and to exercise in respect thereof all of the rights, powers, privileges, and immunities of individual owners or holders thereof.

(c) To hire and employ agents, servants and employees, and to enter into agreements of employment and

collective bargaining agreements, and to act as agent, contractor, trustee, factor or otherwise, either alone or in company with others.

(d) To promote or aid in any manner, financially or otherwise, any person, firm, association or corporation, and to guarantee contracts and other obligations.

(e) To let concessions to others to do any of the things that this Corporation is empowered to do, and to enter into, make, perform and carry out, contracts and arrangements of every kind and character with any person, firm, association or corporation, or any government or authority or subdivision or agency thereof.

(f) To carry on any business whatsoever that this Corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interests of this Corporation, and to do all things specified in Article 23, Section 9 of the Annotated Code of Maryland, and to have and to exercise all powers conferred by the laws of the State of Maryland on corporations formed under the laws pursuant to which and under which this Corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things hereinabove set forth to the same extent and as fully as natural persons might or could do, either alone or in connection with other persons, firms, associations or corporations and in any part of the world.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, shall be liberally construed in aid of the powers of this Corporation, and the powers and purposes stated in each clause shall, except

where otherwise stated, be in nowise limited or restricted by any term or provision of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers, but are in furtherance of, and in addition to and not in limitation of said general powers.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is South Edgewood Drive, Hagerstown, Maryland 21740. The Resident Agent of the Corporation is Lester H. Martin, whose post office address is Route #1, Williamsport, Maryland 21795. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have three (3) directors and Richard E. Black, Matthew Schwartz, and David K. Poole, Jr. shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total amount of the authorized capital stock of the Corporation is One Hundred Thousand (\$100,000.00) Dollars par value, divided into Ten Thousand (10,000) shares of the par value of Ten (\$10.00) Dollars each.

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.

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

(b) The Board of Directors shall have the power to mortgage the property of the Corporation from time to time, without the approval of the stockholders, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(c) The Board of Directors shall from time to time determinewhether, 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.

(d) The above granted powers to the Corporation and to the Board of Directors thereof are in furtherance of and not in limitation of the general powers conferred by law upon the Directors of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 5th day of May, 1975.

WITNESS:

Judith A. Harshman
Richard E. Black (SEAL)
Richard E. Black

Judith A. Harshman

Matthew Schwartz (SEAL)

Judith A. Harshman

David K. Poole, Jr. (SEAL)

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 5th day of May, 1975, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Richard E. Black, Matthew Schwartz, and David K. Poole, Jr., known to me (or satisfactorily proven) to be the persons whose names are subscribed to the within instrument and acknowledged that they executed the same for the purposes therein contained.

WITNESS my hand and Official Notarial Seal.

Judith A. Harshman
Notary Public



My Commission Expires:
July 1, 1978.

ARTICLES OF INCORPORATION
OF
DICK BLACK AUTO SALES, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 7, 1975, at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 40656

Recorded in Liber F2172, folio 7 668, 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.

William J. ...



PAID
Rec. Fee \$ 4.25
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

AUG 13 2 04 PM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN CHAFFEE CLERK

AUG 13-75 A 12401 *****4.75

MAY 7 10 50 AM '75

ARTICLES OF INCORPORATION
OF
RIDENOUR COIN MACHINE, INC.

THIS IS TO CERTIFY:

FIRST: That Herbert Ridenour, whose post office address is 2310 Dixie Circle, Hagerstown, Maryland 21740; and Mary Ann Ridenour, whose post office address is 2310 Dixie Circle, Hagerstown, Maryland 21740; both being at least twenty-one years of age, are hereby forming a corporation under and by virtue of the General Laws of the State of Maryland by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is RIDENOUR COIN MACHINE, INC.

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

(a) To buy, sell, deal in, maintain, operate, service, lease, and rent amusement devices, vending machines, and devices of similar nature, and to purchase, sell, lease, or otherwise acquire, equip and maintain all structures necessary for the furtherance of such 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 everykind.

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

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general

brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

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

(f) To purchase or otherwise acquire, hold and re-issue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United 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 of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets of a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

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

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

(i) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies

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

The 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 2310 Dixie Circle, Hagerstown, Maryland 21740. The resident agent of the Corporation is Herbert Ridenour, whose post office address is 2310 Dixie Circle, Hagerstown, Maryland 21740. Said resident agent is a citizen of the State of Maryland actually resides therein.

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

SIXTH: The number of directors of the Corporation shall be three, and no more than five which number may be increased pursuant to the by-laws of the Corporation but shall never

be less than three; the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Herbert Ridenour, Mary Ann Ridenour and Lewis W. Roach.

(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 of a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such 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 Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

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

EIGHT: Stocks subscribed for shall not be sold by the subscriber or his heirs to any other person without first being offered to the Corporation at book value, as it may be determined by the Corporation's accountant as of the date of such offer, which offer the Corporation may accept anytime within Sixty (60) Days after the date of such offer.

NINE: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 25th day of April, 1975.

WITNESS:

Herbert Ridenour (SEAL)
Herbert Ridenour

Mary Ann Ridenour (SEAL)
Mary Ann Ridenour

Carolyn R. Shank

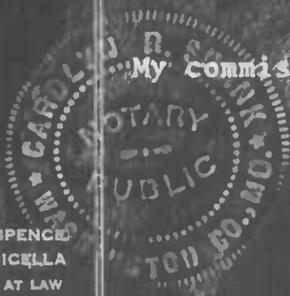
STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 25th day of April 1975, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Herbert Ridenour and Mary Ann Ridenour, and acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.

Carolyn R. Shank
Notary Public

My commission expires: 7/1/78



ARTICLES OF INCORPORATION
OF
RIDENOUR COIN MACHINE, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 7, 1975 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 40674

Recorded in Liber F2173, folio 24, 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.

William J. Simmons



PAID
Rec. Fee \$ 4.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
AUG 13 2 05 PM '75
LIBER _____ FOLIO _____
LANG _____
VAUGHN, CLERK

AUG 13-75 AM 12402 *****4.75

ARTICLES OF INCORPORATION

OF

C. RICHARD MILLER, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, C. Richard Miller, whose postoffice address is 10 Chapelwood Lane, Hagerstown, Maryland, 21740, H. Marcellus Swain, whose postoffice address is 827 Marion Street, Hagerstown, Maryland, 21740 and Charles W. Miller, whose postoffice address is 2307 Royal Road, 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 C. RICHARD MILLER, INC.

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

(a) To own, conduct, operate, maintain and carry on a general restaurant, tavern and package liquor business.

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

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

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

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

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

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

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

enhance the value of its property, business or rights.

(i) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; 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 2373 Pennsylvania Avenue, Hagerstown, Maryland, 21740. The resident agent of the Corporation is C. Richard Miller, whose postoffice address is 10 Chapelwood Lane, 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 (\$100.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The number of Directors of the Corporation shall be three, which number may be increased pursuant to the by-laws of the Corporation but shall never be less than three; the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are C. Richard Miller, H. Marcellus Swain and Charles W. Miller.

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

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

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

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this day of , 1975.

<u>Gloria S. Moore</u>	<u>C. Richard Miller</u> C. Richard Miller
<u>Gloria S. Moore</u>	<u>H. Marcellus Swain</u> H. Marcellus Swain
<u>Gloria S. Moore</u>	<u>Charles W. Miller</u> Charles W. Miller

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 8 day of may, 1975, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared C. Richard Miller, H. Marcellus Swain and Charles W. Miller, and severally acknowledged the foregoing Articles of Incorporation to be his respective act.

WITNESS my hand and Official Notarial Seal.

Gloria S. Moore
Notary Public

My commission expires:
7/1/78

ARTICLES OF INCORPORATION
OF
C. RICHARD MILLER, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 9, 1975, at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 40737

8

Recorded in Liber F2173, folio 641, 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.

William J. Harrison



PAID
Rec. Fee \$4.75
Rec. Tax \$
Trans. Tax \$
TOTAL . . . \$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

AUG 13 2 05 PM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN S. PARKER, CLERK

AUG 13-75 A# 12403 *****4.75

MAY 9 9 45 AM '75

ARTICLES OF INCORPORATION

OF

CUMBERLAND VALLEY APARTMENTS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Alvey S. Baer, whose postoffice address is Box No. 207, Maugansville, Maryland, Elizabeth H. Baer, whose postoffice address is Box No. 207, Maugansville, Maryland and Omer T. Kaylor, Jr., whose postoffice address is 123 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 CUMBERLAND VALLEY APARTMENTS, INC.

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

(a) To purchase, acquire, own, operate and maintain apartment buildings and other rental properties.

(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 dipose of real property wherever situated.

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

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

(f) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of any shares of stock of, or voting trust certificates for any shares of stock of or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any

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

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

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

enhance the value of its property, business or rights.

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

The 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 States is Box No. 207, Maugansville, Maryland, The resident agent of the Corporation is Alvey S. Baer, whose postoffice address is Box No. 207, Maugansville, Maryland. Said resident agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Ten Thousand (10,000) shares

of the par value of Ten (\$10.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The number of 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; the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Alvey S. Baer, Elizabeth H. Baer and Omer T. Kaylor, Jr.

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

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

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

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

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

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

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

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation, this 8 day of May, 1975.

<u>James Rickett</u>	<u>Alvey S. Baer</u> Alvey S. Baer
<u>James Rickett</u>	<u>Elizabeth H. Baer</u> Elizabeth H. Baer
<u>James Rickett</u>	<u>Omer T. Kaylor, Jr.</u> Omer T. Kaylor, Jr.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 8 day of May, 1975, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Alvey S. Baer, Elizabeth H. Baer and Omer T. Kaylor, Jr. and severally adcknowledged the foregoing Articles of Incorporation to be his and her respective act.

WITNESS my hand and Official Notarial Seal.

James Rickett
Notary Public

My commission expires:



ARTICLES OF INCORPORATION
OF
CUMBERLAND VALLEY APARTMENTS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 9, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 40760

Recorded in Liber F2174, folio 8 176, 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.

William J. Lawrence



PAID
Rec. Fee \$ 4.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

AUG 13 2 05 PM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER, CLERK

442

AUG 13-75 A 12404 *****3.75

ARTICLES OF INCORPORATION
OF
HARDELL PLUMBING, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Harvey H. Heyser, Jr., whose post office address is 1118 Oak Hill Avenue, Hagerstown, Maryland 21740; Alfred S. Bendell, III, more familiarly known as A. S. Bendell, III, whose post office address is 2085 Woodhill Drive, Hagerstown, Maryland 21740; and T. Wayne Lafferty, whose post office address is R. D. No. 2, Smithsburg, Maryland 21783, all being at least eighteen (18) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, 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:

Hardell Plumbing, Inc.

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

(a) To engage in the general business of plumbing, heating and air-conditioning and in the sale and installation of plumbing, heating and air-conditioning fixtures and equipment.

(b) To buy, sell, manufacture, install, repair and otherwise deal in plumbing fixtures, pipes, furnaces, boilers, accessories and fittings whether made of brass, iron, steel, plastic or other substances and used generally by plumbers, steam fitters, gas fitters and boiler makers.

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

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

(e) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation, partnership 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, partnership or association.

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

(g) To enter into any kind of activity and perform and carry out contracts of any kind necessary to, or in connection with, or incidental to the accomplishment of the purposes of the Corporation.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and 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: That the post office address of the principal office of the Corporation in this State is rear 339 West Antietam Street, Hagerstown, Maryland 21740. The resident agent of the Corporation is Alfred S. Bendell, III, whose post office address is 2085 Woodhill Drive, Hagerstown, Maryland 21740. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: That the total number of shares of stock which the Corporation has authority to issue is One Hundred Thousand (100,000) shares of the par value of One Dollar (\$1.00) a share, all of one class; and having an aggregate par value of One Hundred Thousand Dollars (\$100,000.00).

SIXTH: That the number of Directors of the Corporation shall be three (3), which number may be increased 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 Harvey H. Heyser, Jr., Alfred S. Bendell, III, and T. Wayne Lafferty.

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

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

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

EIGHTH: That no contract or other transaction between the Corporation and any other corporation or corporations, partnership or individuals 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 or partners of such other corporation or corporations or partnership; 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, partnership, 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, partnership, 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 partnership, firm, association or corporation in which he may be in anywise interested.

NINTH: That the duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation as of this 8th day of May, A.D. 1975.

WITNESS:

<u>Grace N. Bow</u>	AS TO	<u>Harvey H. Heyser, Jr.</u> Harvey H. Heyser, Jr.
<u>Grace N. Bow</u>	AS TO	<u>Alfred S. Bendell, III</u> A. S. Bendell, III
<u>Grace N. Bow</u>	AS TO	<u>T. Wayne Lafferty</u> T. Wayne Lafferty

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 8th day of May, A.D. 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Harvey H. Heyser, Jr. Alfred S. Bendell, III, and T. Wayne Lafferty, 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.

Grace N. Bow
Notary Public

- 5 - My Commission Expires 7/1/78



ARTICLES OF INCORPORATION
OF
HARDELL PLUMBING, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 14, 1975 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 40868

Recorded in Liber F2175, folio 236⁶, 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.

William J. Hemminger



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

AUG 13 2 05 PM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION

AUG 13 75 A 12405 *****3.75

OF

GERWILL, INC.

THIS IS TO CERTIFY:

FIRST: We, the undersigned, Kenneth J. Mackley, whose post office address is 100 West Washington Street, Hagerstown, Maryland, 21740, Howard W. Gilbert, Jr., whose post office address is 100 West Washington Street, Hagerstown, Maryland, 21740, and Ralph H. France, II, whose post office address is 100 West Washington Street, Hagerstown, Maryland, 21740, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

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

To own and operate taxi cabs, to employ drivers, dispatchers, maintenance personnel and clerical personnel, and to perform all other functions incident to the operation of a taxi cab business in the State of Maryland.

To draw, make, accept, endorse, execute and issue promissory notes, drafts, warrants, mortgages, bonds, debentures, and other negotiable and non-negotiable instruments.

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

The foregoing enumeration of the purposes, objects and business of the Corporation is made in 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 # 1, Trovinger Road, Hagerstown, Maryland, 21740. The name and post office address of the resident agent of the Corporation in this State are Willard E. Durbin, Route # 1, Trovinger Road, Hagerstown, Maryland, 21740. Said resident agent is a citizen actually residing in this State.

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

SIXTH: The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Willard E. Durbin, Geraldine Durbin and Howard W. Gilbert, Jr.

SEVENTH: The board of directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on May 7, 1975.

WITNESS:

Joanne Snyder
Joanne Snyder

Kenneth J. Mackley
Kenneth J. Mackley

Joanne Snyder
Joanne Snyder

Howard W. Gilbert, Jr.
Howard W. Gilbert, Jr.

Joanne Snyder
Joanne Snyder

Ralph H. France, II
Ralph H. France, II

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on this 7th day of May, 1975, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Kenneth J. Mackley, Howard W. Gilbert, Jr. and Ralph H. France, II and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.



My Commission Expires:
July 1, 1978

Joanne Snyder
Joanne Snyder
Notary Public

ARTICLES OF INCORPORATION
OF
GERWILL, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 13, 1975 at 11:55 o'clock A.M. as in conformity
with law and ordered recorded.

694

A 40810

3

Recorded in Liber F2174, folio 628, 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.

William J. Simmons



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

AUG 13 2 05 PM '75

LIBER _____ FOLIO _____

LAND
VAUGHN / PAYFR. CLERK

ARTICLES OF INCORPORATION
OF
C & C SOLARTHERMICS, Inc.

FIRST: That we, the subscribers, Clarence S. Cool, whose postoffice address is Route 3, Box 143, Smithsburg, Maryland 21783; Allen R. Cool, whose postoffice address is Route 3, Box 143, Smithsburg, Maryland 21783; and William W. Lesh, whose postoffice address is 1685 Linda Drive, Hagerstown, Maryland 21740, all being at least twenty-one years of age, do hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the Corporation) shall be C & C Solarthermics, Inc.

THIRD: This Corporation is organized under the General Corporate Laws of the State of Maryland.

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

- a) To engage in a business of manufacturing, fabricating, designing and assembling of heating apparatus, collectors, and furnaces, including solar heating apparatus.
- b) To market, sell and distribute heating apparatus, collectors and furnaces, including solar heating apparatus.
- c) To do any and all things that would be involved in the general manufacturing, selling and installation of heating equipment including solar heating apparatus and all related materials and spare parts therefore.
- d) To purchase or otherwise acquire and undertake all or any of the assets, business, property, privileges, contracts, rights, obligations and liabilities of any other company or any society, firm, or person carrying on any business which the company is authorized to carry on, or possessed of property suitable

for the purposes of the corporation.

e) To apply for, purchase or otherwise acquire any patents, patent rights, copyrights, trade-marks, formulae, licenses, concessions and the like, conferring any exclusive or non-exclusive or limited right to use, or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the corporation of the acquisition of which may seem calculated directly or indirectly to benefit the corporation, and to use, exercise, develop or grant licenses in respect of, or otherwise, turn to account the property, rights or information so acquired.

f) To carry on any business which may seem to the corporation capable of being conveniently carried on or calculated directly or indirectly to enhance the value or render profitable any of the corporation's property or rights.

g) To enter into any arrangements with any government or authority, municipal, local or otherwise, that may seem conducive to the corporation's objects, or any of them, and to obtain from any such authority any rights, privileges and concession which the corporation may think it desirable to obtain, and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.

h) To promote any other company or companies for the purpose of acquiring or taking over all or any of the property and liabilities of the corporation, or for any other purpose which may seem directly or indirectly calculated to benefit the corporation.

i) To do all other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the corporation.

j) To purchase shares of its own capital stock,

FIFTH: The post office address of the principal office of the Corporation in Maryland is Box 143, Route 3, Smithsburg, Maryland 21783. The name and post office address of the resident agent of the Corporation in Maryland are Clarence S. Cool, Route 3, Box 143, Smithsburg, Maryland 21783. Said resident agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is (100,000) one hundred thousand shares with par value of One Dollar (\$1.00) per share, all of one class.

SEVENTH: After the completion of the organization meeting of the directors and the issuance of one or more shares of stock of the Corporation, the Corporation shall be managed by a Board of Directors as set forth by the by-laws of the Corporation to be hereinafter adopted. Until such time, the corporation shall have three directors, whose names are Clarence S. Cool, Allen R. Cool, and William W. Lesh.

EIGHTH: The duration of the Corporation shall be perpetual.

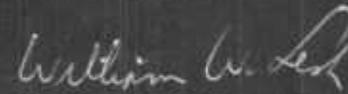
IN WITNESS WHEREOF, We have signed these Articles of Incorporation of this 30th day of April, A. D. 1975.

TEST AS TO ALL



 (SEAL)
CLARENCE S. COOL

 (SEAL)
ALLEN R. COOL

 (SEAL)
WILLIAM W. LESH

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 30th day of April, A. D. 1975, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Clarence S. Cool, Allen R. Cool and William W. Lesh, and acknowledged the foregoing Articles of Incorporation to be their act and deed.

WITNESS my hand and Official Notarial Seal.



Cathy A. Winberd
Notary Public

Commission Expires: 7-1-78



ARTICLES OF INCORPORATION
OF
C & C SOLARTHERMICS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 8, 1975, at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 40690

Recorded in Liber F2173, folio 109, 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.

William J. ...



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

AUG 13 2 05 PM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. PARKER, CLERK

AUG 13-75 A# 12407 *****3.75

AUG 30 9 23 AM '75

ARTICLES OF INCORPORATION

OF

DURACLEAN-WOCO SPECIALISTS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the undersigned, Wilburn George Osborne, Jr., whose Post Office address is 1222 Virginia Avenue, Hagerstown, Maryland, 21740, being over twenty-one (21) years of age; Gwendolyn Elaine Cianelli, whose Post Office address is 1222 Virginia Avenue, Hagerstown, Maryland 21740, being over twenty-one (21) years of age; Geraldine Catherine Osborne, whose Post Office address is 1222 Virginia Avenue, Hagerstown, Maryland, 21740, being over twenty-one (21) years of age; Robert David Osborne, whose Post Office address is 1816 Downsville Pike, Hagerstown, Maryland, 21740, being over twenty-one (21) years of age; and Robert Lee Osborne, whose Post Office address is 1222 Virginia Avenue, Hagerstown, Maryland 21740, 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: DURACLEAN-WOCO SPECIALISTS, INC.

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

(a) To engage in any and all acts connected with the operation of a carpet and upholstery cleaning business; also to buy, least, acquire and hold, sell, let or otherwise dispose of

property of all kinds, both real and personal, that may be necessary, incidental or convenient to the operation of said business.

(b) To own, conduct, operate, maintain and carry on an automobile re-conditioning business; also to buy, lease, acquire and hold, sell, let or otherwise dispose of property of all kinds, both real and personal, that may be necessary, incidental or convenient to the operation of said business.

(c) 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.

(d) 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.

(e) To carry on any other business in connection therewith which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or 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: 1222 Virginia Avenue, Hagerstown, Maryland, 21740. The name and Post Office address of the Resident Agent of the Corporation in this State is: Wilburn George Osborne, Jr., 1222 Virginia Avenue, 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 five (5), 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 qualified, are: Wilburn George Osborne, Jr., Gwendolyn Elaine Cianelli, Geraldine Catherine Osborne, Robert David Osborne, and Robert Lee Osborne.

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 consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

2. 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 Corporation 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, we have signed these Articles of Incorporation this 25th day of April, A.D., 1975.

WITNESS:

Wilburn George Osborne (SEAL)
Wilburn George Osborne, Jr.

Gwendolyn Elaine Cianelli (SEAL)
Gwendolyn Elaine Cianelli

Geraldine Catherine Osborne (SEAL)
Geraldine Catherine Osborne

Robert David Osborne (SEAL)
Robert David Osborne

Judith Van Dyke

Robert Lee Osborne (SEAL)
Robert Lee Osborne

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

I HEREBY CERTIFY, That on this 25th day of April 1975, before me, the subscriber, a Notary Public, in and for the State and County, aforesaid, personally appeared Wilburn George Osborne, Jr., Gwendolyn Elaine Cianelli, Geraldine Catherine Osborne, Robert David Osborne, and Robert Lee Osborne, and they acknowledged the foregoing Articles of Incorporation to be their act and deed.

WITNESS my hand and Official Notarial Seal.

Judith Van Dyke
Notary Public



ARTICLES OF INCORPORATION
OF
DURACLEAN-WOCO SPECIALISTS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 30, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 40436

Recorded in Liber F2170, folio 579⁶, 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.

William J. Bennett



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

AUG 13 2 05 PM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. TAXER, CLERK

462

AUG 13-75 A 12408 *****3.75

ARTICLES OF INCORPORATION
OF
FRANK NIELD, INC.

THIS IS TO CERTIFY:

FIRST: That We, the undersigned Frank W. Nield, Jr., and Martha Jane Nield, of 1112 West Washington Street, Hagerstown, Washington County, Maryland, 21740; and Harold H. Hoffman, 138 W. Washington Street, Hagerstown, Washington County, Maryland, 21740, 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: FRANK NIELD, INC.

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

To purchase, sell and service and contract for the hauling of water to wells, cisterns, pools, and to do all things in connection with this type of business, buying, selling, leasing equipment, servicing and repairing equipment, and related services in conjunction with the water hauling business. To purchase, sell and maintain all parts necessary in the repair of water hauling equipment.

The said Corporation shall enjoy and exercise all the powers and rights conferred by Statute upon the Corporation, and the enumeration of and the specific powers in these Articles of Incorporation are in furtherance and not in limitation of the General Powers conferred by Law.

FOURTH: The Post Office of the principal office of the Corporation in this State is: 1112 W. Washington Street, Hagerstown, Maryland, 21740. The name and Post Office address of the Resident Agent of the Corporation in this State is: FRANK W. NIELD, JR., 1112 W. Washington Street, Hagerstown, Maryland, 21740. Said Resident Agent of the Corporation 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 Thousand (1,000) shares of the par value of One Hundred (\$100.00) Dollars per share, all of one class, and having an aggregate value of One Hundred Thousand (\$100,000.00) Dollars.

All of the assets and property consists of personal property such as trucks, pumps, tanks and equipment used in the supplying of city water to County Residents in the filling of cisterns, etc. This equipment and supplies are located at 1112 West Washington Street Hagerstown, Maryland, and are used by the said Frank W. Nield, Jr., in the business of hauling water. The Corporation is to take over the aforesaid articles and the actual value of said consideration hereby affixed by the Incorporators is \$17,500.00.

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 name of the Directors who shall act until the First Annual Meeting, or until their successors are duly elected and qualify, are: Frank W. Nield, Jr., Martha Jane Nield, and Harold H. Hoffman.

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.

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.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 24 day of April, A. D., 1975.

Frank W. Nield, Jr. (SEAL)
FRANK W. NIELD, JR.

Martha Jane Nield (SEAL)
MARTHA JANE NIELD

Margaret D. Green

Harold H. Hoffman (SEAL)
HAROLD H. HOFFMAN

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 24th day of April, A. D., 1975, before me, the undersigned Officer, a Notary Public of the State and County aforesaid, personally appeared Frank W. Nield, Jr., Martha Jane Nield, and Harold H. Hoffman, who being personally known to me or satisfactorily proven to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation, and did acknowledge that they executed the same for the purposes therein contained.

WITNESS my hand and Official Notarial Seal.

Margaret S. Greene
Notary Public

My Comm. Expires July 1, 1978



ARTICLES OF INCORPORATION
OF
FRANK NIELD, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 25, 1975 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 40335

Recorded in Liber F2169, folio 710, 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.

[Handwritten Signature]



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

AUG 13 2 05 PM '75

LIBER _____ FOLIO _____

LAND _____
VALUATION CLERK

THE POTOMAC EDISON COMPANY

ARTICLES OF AMENDMENT

The Potomac Edison Company, a Maryland and a Virginia corporation having its principal office in the State of Maryland on Downsville Pike, Hagerstown, County of Washington, State of Maryland and having its registered office in the Commonwealth of Virginia at 20 South Cameron Street, Winchester, Virginia (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation of Maryland and the State Corporation Commission of the Commonwealth of Virginia, that:

First: The charter of the Corporation is hereby amended by striking out Article V, as amended by Articles of Amendment dated June 25, 1974, of the Articles of Incorporation included as part SIXTH of the Agreement and Articles of Merger dated May 31, 1974, and inserting in lieu thereof the following:

V.

The total amount of the authorized capital stock of the Corporation is 10,575,000 shares, of which 5,450,000 shares of the par value of \$100 each are Cumulative Preferred Stock (amounting in the aggregate to \$545,000,000 par value, issuable in one or more series as provided in Article VI hereof) and 5,125,000 shares without nominal or par value are Common Stock.

Second: The board of directors of the Corporation on March 20, 1975, at a meeting duly convened and held, 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: That by Waiver and Consent in writing dated the 15th day of May, 1975, Allegheny Power System, Inc., the holder of all 4,625,000 outstanding shares of Common Stock of the Corporation, being all of the shares that would have been entitled to vote upon the aforesaid amendment, did waive the holding of a stockholders meeting for the purpose of voting upon said amendment and consented and agreed, by a vote of 4,625,000 shares of said stock, to the adoption of the aforesaid resolution. The holders of all 431,266 outstanding shares of Cumulative Preferred Stock were not entitled to vote on the amendment.

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.

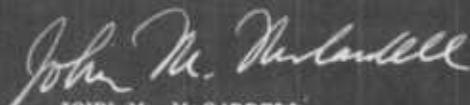
Fifth: (a) The total number of shares of all classes of stock of the Corporation heretofore authorized was 10,075,000 shares, of which 5,450,000 of the par value of \$100 each were Cumulative Preferred Stock (amounting in the aggregate to 545,000,000 par value) and 4,625,000 shares without nominal or par value were Common Stock.

(b) The total number of shares of all classes of stock of the Corporation as increased is 10,575,000 shares, of which 5,450,000 shares of the par value of \$100 each are Cumulative Preferred Stock (amounting in the aggregate to \$545,000,000 par value) and 5,125,000 shares without nominal or par value are Common Stock.

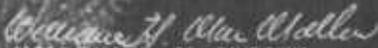
(c) The preferences, conversion and other rights, voting powers, restrictions, limitations as to dividends, and qualifications, of each class of stock of the Corporation as increased are as set forth in the Articles of Incorporation included as part SIXTH of the Agreement and Articles of Merger dated May 31, 1974.

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 May 20, 1975.

THE POTOMAC EDISON COMPANY

By 
 JOHN M. McCARDELL
 John M. McCardell
 Executive Vice President
 and General Manager




 WILLIAM H. MacMULLEN
 William H. MacMullen
 Secretary

STATE OF MARYLAND)
)
 COUNTY OF WASHINGTON) ss:

I HEREBY CERTIFY that on May 20, 1975, 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 and a Virginia 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 William 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.



Margaret L. Potts
 Notary Public
 My commission expires July 1, 1978

ARTICLES OF AMENDMENT
OF
THE POTOMAC EDISON COMPANY

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 21, 1975, at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 41107

Recorded in Liber F2177, folio 4 655, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$200.00 Recording fee paid \$15.00

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.

William J. ...



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
AUG 13 2 05 PM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN, TARA, CLERK

THE CHEWSVILLE CIVIC ASSOCIATION, INC.

ARTICLES OF REVIVAL

The Chewsville Civic Association, Inc., a Maryland Corporation have 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 ^{JAN 28} ~~May 15~~, 1975, for failure to file an annual report with the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, and these Articles of Revival are for the purpose of reviving and reinstating the Charter of the Corporation.

SECOND: The name of the Corporation at the time of the forfeiture of its Charter was The Chewsville Civic Association, Inc.

THIRD: The name by which the Corporation will hereafter be known is The Chewsville Civic Association, Inc.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is Box 84, Route 10, Hagerstown, Maryland 21740, 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 Thurman K. Krouse, Box 84, Route 10, Hagerstown, Maryland 21740. Said resident agent is a citizen actually residing in this State.

JAN 28
MAY 15
1975

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 to the Corporation if its Charter had not been forfeited.

IN WITNESS WHEREOF, the undersigned, who were respectively the last acting Vice President and Treasurer of the Corporation, have signed these Articles of Revival on May 21, 1975.

Charles C. Kaetzl, Jr.
Vice President

Charles C. Kaetzl Jr

Donald C. Longanecker
Treasurer

Donald C Longanecker

STATE OF MARYLAND)
)
COUNTY OF WASHINGTON) ss:

I HEREBY CERTIFY that on May 21, 1975, before me, the subscriber, a notary public of the State of Maryland, in and for the County of Washington, personally appeared Charles C. Kaetzel, Jr., the last acting Vice President, and Donald C. Longanecker, the last acting Treasurer of The Chewsville Civic Association, 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.

Thurman K. Krouse
Thurman K. Krouse
Notary Public



My Commission Expires 7/1/78

ARTICLES OF REVIVAL
OF
THE CHEWSVILLE CIVIC ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 23, 1975, at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 41133

Recorded in Liber F2178, folio 4 483, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Special Fee
~~None~~ ~~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.

William J. Baker



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

AUG 13 2 06 PM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

AUG 13-75 A# 12411 *****1.00

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS
OF
BIG POOL HOLSTEIN FARMS, INC.

The meeting of the Board of Directors of the Big Pool Holstein Farms, Inc. was held at 142 North Avenue, Hagerstown, Maryland, on May 1, 1975 at 10:00 A.M. pursuant to the following waiver of notice signed by all the Directors of the Corporation.

CALL AND WAIVER OF NOTICE

We, the undersigned, being all the Directors of the Big Pool Holstein Farms, Inc., a Maryland corporation, do hereby call a special meeting of the Board of Directors of this Corporation to be held at 142 North Avenue, Hagerstown, Maryland, on May 1, 1975 at 10:00 A.M. for the purpose of changing the name of the resident agent of the corporation, and we do hereby waive notice of the place, time and purpose of the meeting and consent to the transaction thereat of any and all business pertaining to the above change.


Josephine Fink


Stephen W. Fink


Gleason Ensminger

The following Directors constituting a quorum of the Board of Directors were present:

Mrs. Josephine Fink presided over the meeting and Stephen W. Fink acted as Secretary at the meeting.

Upon motion duly made, seconded and carried, it was

RESOLVED:

That the resident agent of the corporation be changed from Martin V. B. Bostetter to Stephen W. Fink, whose address is 142 North Avenue, Hagerstown, Maryland, and that the principal office be changed to 142 North Avenue, Hagerstown, Maryland.

There being no further business, the meeting thereupon adjourned.


Secretary
Stephen W. Fink

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 1st day of May, 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Josephine Fink, President of the Big Pool Holstein Farms, Inc., a Maryland corporation, who acknowledged the foregoing as the minutes of the meeting of the Board of Directors of the corporation and the resolution as its corporate act, and also personally appeared Stephen W. Fink, who 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 resolution was passed, and that the matters and facts set forth in said minutes are true to the best of his knowledge, information and belief.

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

Betty Baker
Notary Public

Comm. Exp. July 1, 1978

476

NOTICE OF CHANGE OF RESIDENT AGENT, AGENT'S ADDRESS,
AND PRINCIPAL OFFICE

OF

BIG POOL HOLSTEIN FARMS, INC.

684

received for record May 12, 1975, at 10:17 A.M.
and recorded on Film No. F2176 Frame No. 35 one of 3
the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Washington County

AA N^o 12039

Special Fee Paid \$3.00
Recording Fee Paid 4.00
Total \$7.00

Mr. Clerk - Mail to: David W. Byron
BYRON, MOYLAN & URNER
100 West Washington Street
Hagerstown, Maryland 21740

P A I D

Rec. Fee \$ 1.00
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$

alk

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

AUG 13 2 06 PM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

AUG 13-75 A 12412 *****3.75

THESE ARTICLES OF SALE, Made this 15th day of May, A. D., 1975, by and between PAT'S LIQUORS, INC., a Maryland corporation, Transferor, and HUB CITY LIQUORS, INC., a Maryland corporation, Transferee.

W I T N E S S E T H :

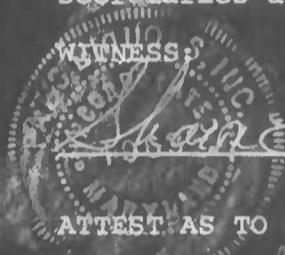
1. That Pat's Liquors, Inc., Transferor, agrees to sell and transfer to Hub City Liquors, Inc., Transferee, substantially all of the Transferor's tangible personal property located in Hagerstown, in Washington County, State of Maryland.
2. The Transferee is Hub City Liquors, Inc., whose post office address is 1015 Maryland Avenue, Hagerstown, Maryland.
3. Pat's Liquors, Inc., Transferor, is a corporation duly organized and existing under the general laws of the State of Maryland; Hub City Liquors, Inc., Transferee, is a corporation duly organized and existing under the laws of the State of Maryland.
4. The nature and amount of the consideration to be paid by the Transferee for substantially all of the tangible personal property of the Transferor, consisting of stock in trade, inventory, supplies, furniture, fixtures and equipment located in Hagerstown, Washington County, Maryland, is the sum of Forty Nine Thousand (\$49,000.00) Dollars, of which the sum of Twenty Nine Thousand (\$29,000.00) Dollars is to be paid in cash, and the balance of the purchase price aforesaid in the amount of Twenty Thousand (\$20,000.00) Dollars, to be evidenced by a promissory note of the Transferee payable in semi-annual installments over a period of Four (4) years, with interest on the unpaid balance thereof at Eight (8.0%) per centum per annum.
5. The principal office of the Transferor in the State of Maryland is located in Washington County, Maryland. The Transferor owns no property in any other County in the State of Maryland or elsewhere.

6. The transfer to be effected by these articles was duly advised, authorized and approved in the manner and by the vote required by the charter of the Transferor and by the laws of the State of Maryland.

7. That the transfer to be effected by these articles was duly advised, authorized and approved in the manner and by the vote required by the charter of the Transferee and by the laws of the State of Maryland.

WITNESS the corporate name of the Transferor and the Transferee duly signed by their respective Presidents, and their respective corporate seals hereunto affixed, duly attested, by their respective Secretaries as of the day and date first above written.

WITNESS:


Sharon E. Keller

PAT'S LIQUORS, INC.
Transferor

BY: Clyde C. Springer
Clyde C. Springer, President

ATTEST AS TO CORPORATE SEAL:

Mary C. Springer
Mary C. Springer, Secretary

HUB CITY LIQUORS, INC.
Transferee

BY: Charles T. Shifler
Charles T. Shifler, President

ATTEST AS TO CORPORATE SEAL:


Blanche M. Shifler
Blanche M. Shifler, Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 15th day of May, A. D., 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Clyde C. Springer, the President of Pat's Liquors, Inc., a corporation organized and existing under the laws of the State of Maryland, and in the name and on behalf of said corporation, acknowledged the foregoing Articles of

Sale to be the corporate act of said corporation; and at the same time also personally appeared Mary C. Springer, and made oath in due form of law that she was the Secretary of the meeting of the stockholders of said corporation at which the said Articles of Sale were duly advised and authorized by resolution of the Board of Directors thereof, declaring that the proposed transfer was advisable and directing that it be submitted for action thereon at a meeting of stockholders of said corporation, and that said Articles of Sale were approved at the meeting of the stockholders by the affirmative vote of all of the votes entitled to be cast thereon, and that the matters and facts set forth in said Articles of Sale are true to the best of her knowledge, information and belief.

WITNESS my hand and Official Notarial Seal.



My Commission Expires:
July 1, 1978

William S. Chardon
Notary Public

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 15th day of May, A. D., 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Charles T. Shifler, the President of Hub City Liquors, Inc., a corporation organized and existing under the laws of the State of Maryland, and in the name and on behalf of said corporation, acknowledged the foregoing Articles of Sale to be the corporate act of said corporation; and at the same time also personally appeared Blanche M. Shifler, and made oath in due form of law that she was the Secretary of the meeting of the stockholders of said corporation at which the said Articles of Sale were duly advised and authorized by resolution of the Board of Directors thereof, declaring that the proposed transfer was advisable and directing that it be submitted for action thereon at a meeting of stockholders of said corporation, and that said Articles of Sale were approved at the meeting of the stockholders by the affirmative vote of all of the votes entitled to be cast thereon, and that the matters and facts set forth in said Articles of Sale are true to the best of her knowledge, information and belief.

WITNESS my hand and Official Notarial Seal.

Sharon E. Keller
Notary Public



My Commission Expires:
July 1, 1978

ARTICLES OF SALE

BETWEEN

PAT'S LIQUORS, INC. (MD. CORP.)-TRANSFEROR

AND

HUB CITY LIQUORS, INC. (MD. CORP.)-TRANSFEEES

approved and received for record by the State Department of Assessments and Taxation of Maryland May 20, 1975, at 2:05 o'clock P.M. as in conformity with law and ordered recorded.

A 41074

5

Recorded in Liber F2177, folio 404, 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.

William J. Harrison



PAID
Rec. Fee \$ 3.75
Taxes \$
TOTAL . . . \$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
AUG 13 2 06 PM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER, CLERK

482

Received for record: October 20, 1975
Time: 11:36 A.M. Liber: 24

OCT 20 75 B& 18293 *****4.75

42

ARTICLES OF INCORPORATION
OF
JENNY EQUIPMENT, INC.

CASE 21054
3900-8 9162

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 12, 1975, at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 41658

Recorded in Liber 2184 folio 35⁹, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$10.00.....Recording fee paid \$12.00.....

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Kella



ARTICLES OF INCORPORATION
OF
ENERGY EQUIPMENT, INC.

THIS IS TO CERTIFY:

First: That we, the subscribers, H. Marcellus Swain, whose postoffice address is 827 Marion Street, Hagerstown, Maryland, 21740, Thomas H. Hardinge, Jr., whose postoffice address is 518 Gordon Circle, Hagerstown, Maryland 21740 and Martha W. Bristow, whose postoffice address is 1013 Oak Hill Avenue, 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 ENERGY EQUIPMENT, INC.

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

(a) To buy, sell and distribute manufacturing and fabricating equipment and machinery and to provide consulting services in connection therewith.

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

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

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general

brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

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

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

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

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

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

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

The 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 827 Marion Street, Hagerstown, Maryland, 21740. The resident agent of the Corporation is H. Marcellus Swain, whose postoffice address is 827 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 One hundred Thousand shares of the par value of One (\$1.00) Dollar each, all of which shares are of one class and are designated Common Stock. The aggregate par value of all shares having par value is One Hundred Thousand (\$100,000.00) Dollars.

Sixth: The Corporation shall have three (3) directors, and H. Marcellus Swain, Thomas H. Hardinge, Jr. and Martha W. Bristow, 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, reclassification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

(f) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class

41

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 6th day of June, 1975.

Witness:

H. Marcellus Swain
H. Marcellus Swain

Thomas H. Hardinge, Jr.
Thomas H. Hardinge, Jr.

Martha W. Bristow
Martha W. Bristow

Glenn A. Moore

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 6th day of June, 1975, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared H. Marcellus Swain, Thomas H. Hardinge, Jr. and Martha W. Bristow, and acknowledged the foregoing Articles of Incorporation to be their respective act and deed.

WITNESS my hand and Official Notarial Seal.

Glenn A. Moore
Notary Public

My commission expires:
9/1/78



LOWE, SPENCER
AND LAURENCE
ATTORNEYS AT LAW
BETHESDA, MARYLAND

ARTICLES OF AMENDMENT

DRS. SACCHET & SLASMAN, P.A.

THIS IS TO CERTIFY:

FIRST: That the Board of Directors of Drs. Sacchet & Slasman, P.A., a Maryland Professional Corporation, having its principal office at 363 South Cleveland Avenue, Hagerstown, Maryland, 21740, at a meeting duly convened and held on January 2, 1975, adopted the following resolution:

"RESOLVED, that it is advisable to amend the Charter of the Corporation by amending and changing the Corporate Name of said Corporation to read as follows:

"Wm. H. Slasman, M.D., & Associates, P.A."

SECOND: That a proper notice was duly given to all stockholders of record, entitled to vote thereon, setting forth the proposed amendment upon which action would be taken at a special meeting of Stockholders slated for January 2, 1975 at 1:30 P.M.

THIRD: That said special meeting of Stockholders was held as aforesaid and said amendment was unanimously approved by all stockholders entitled to vote thereon.

IN WITNESS WHEREOF, Drs. Sacchet & Slasman, P.A. has caused these presents to be signed in its name and on its behalf by its President, and its President's signature witnessed by its Secretary this 2nd day of JANUARY, A.D., 1975.

Drs. Sacchet & Slasman, P.A.

By W H Slasman, MD
President



Annelle D. Slasman
Secretary

STATE OF MARYLAND. WASHINGTON COUNTY. To-wit:

I HEREBY CERTIFY, that on this 2nd day of JANUARY A.D., 1975, before me, the subscriber, a Notary Public of the State of Maryland in and for the County of Washington, personally appeared

William H. Slasman, M.D., President of Drs. Sacchet & Slasman, P.A., a Maryland Professional Corporation, and on behalf of the Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of the Corporation, and at the same time personally appeared Annette O. Slasman, Secretary of said Corporation, acknowledging as Secretary that meetings of the Board of Directors and Stockholders were held and action taken as presented in the Articles of Amendment, the same being true to the best of her information, knowledge and belief.

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

Paula A. Kendle
Notary Public

My Commission Expires:
July 1, 1978

ARTICLES OF AMENDMENT
OF
DRS. SACCHET & SLASMAN, P.A.
changing its name to:
Wm. H. SLASMAN, M.D., & ASSOCIATES, P.A.

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 3, 1975 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 41586

3

Recorded in Liber 2183, folio 363 one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
OCT 20 11 36 AM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN STRAKER, CLERK

OCT 20-75 B# 18287 *****5.25

ARTICLES OF INCORPORATION
OF
INTERNATIONAL AUTO PARTS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Marilyn M. Kinnaw, whose post office address is 37 Dayview Drive, Hagerstown, Maryland 21740; Kevin Kinnaw, whose post office address is 37 Dayview Drive, Hagerstown, Maryland 21740; all being at least eighteen years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations associate 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 INTERNATIONAL AUTO PARTS, INC.

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

(a) To engage in the manufacture, sale and distribution of automobiles, motor cars, motor trucks and other mechanically propelled vehicles and automobile and vehicle parts and sundries; to vend and deal in automobiles, motor cars, motor trucks and other mechanically propelled vehicles and automobile and vehicle parts and sundries and other articles; to acquire and own patents, improvements and franchises, and to operate under such patents, improvements and franchises pertaining to the matters and things enumerated herein.

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

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

(d) To carry 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, or any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other 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 re-

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

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

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

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

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

The 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 37 Dayview Drive, Hagerstown, Maryland 21740. The resident agent of the Corporation is Marilyn M. Kinnaw, whose post office address is 37 Dayview 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 One Thousand (1,000) shares of the par value of One Hundred (\$100.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The number of 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; the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Marilyn M. Kinnaw, Kevin Kinnaw and John H. Kinnaw.

(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 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 Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing

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

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

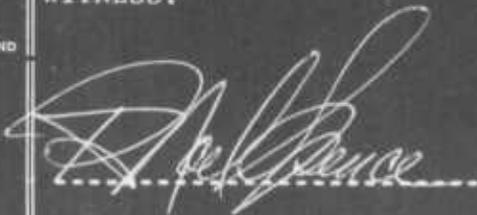
(e) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 5th day of June, 1975.

WITNESS:

KAYLOR, SPENCE
AND LAURICELLA
ATTORNEYS AT LAW
HAGERSTOWN, MARYLAND



 (SEAL)
Marilyn M. Kinnaw

 (SEAL)
Kevin Kinnaw

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this *5th* day of *June*, 1975, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Marilyn M. Kinnaw and Kevin Kinna^w, and each acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.



Carlton R. Shank
Notary Public

My commission expires:

7/1/78

ARTICLES OF INCORPORATION
OF
INTERNATIONAL AUTO PARTS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 9, 1975 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 41578

Recorded in Liber 2183, folio 326⁹, 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 H. Keller



PAID
Rec. Fee \$ 5.25
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 20 11 36 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN WAKER, CLERK

ARTICLES OF INCORPORATION
OF
HAIR AFFAIR, INC.

THIS IS TO CERTIFY:

FIRST: That I, the undersigned, Robert L. Stoddard, whose post office address is 800 Pennsylvania Avenue, Hagerstown, Maryland, 21740, being at least 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: HAIR AFFAIR, INC.

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

(a) To carry on the business of the operation of a beauty parlor, hair dressing and styling of hair for women, as well as men and children, to carry on the business of styling beauty and fashion styles, to arrange, cut, style, set and form hair pieces, to carry on the businesses of manufacturers and distributors of and distributors of hair pieces of all types, to color, tint, dye or bleach hair or hair pieces in any and all ways; to sell any and all products in any way associated or connected with hair dressing and styling, including hair pieces, and to deal in any and all products or things necessary or desirable to be used in connection with the aforesaid business.

(b) To engage in generally and to perform any and all acts reasonably necessary or incidental to the conduct of the general business dealing in hair styling and beauty styles and in connection therewith, to purchase, sell, and exchange any and all equipment, parts, products, and accessories incidental thereto and to deal in, buy, sell, lease and exchange tangible personal property of every manner and description.

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

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

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

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

(g) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, 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.

(h) To purchase or otherwise acquire, hold and reissue shares

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

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

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

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

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

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

The 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 purposes, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject 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 800 Pennsylvania Avenue,

Hagerstown, Maryland 21740. The name and post office address of the Resident Agent of the Corporation in this State is: John A. DiPietro, 800 Pennsylvania Avenue, Hagerstown, Maryland, 21740. The said Resident Agent is an individual over the age of twenty-one (21) years actually residing in the State of Maryland.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Ten Thousand (10,000) shares of the par value of Ten (\$10.00) Dollars per share, all of one class, and having an aggregate par value of One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The number of directors of the Corporation shall be 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: John A. DiPietro, Robert L. Stoddard, and Mae C. DiPietro.

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 Corporation may be taken into consideration 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.

(d) The Board of Directors shall have the 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 29th day of May, 1975.

WITNESS:  *Isabella J. Zirbs*

Robert L. Stoddard
Robert L. Stoddard

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 29th day of May, 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared ROBERT L. STODDARD, and he acknowledged the foregoing Articles of Incorporation to be his voluntary act and deed.

WITNESS my hand and Notarial Seal.


Isabella J. Zirbs
Notary Public

My Commission Expires
July 1, 1978

ARTICLES OF INCORPORATION

OF

HAIR AFFAIR, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland June 4, 1975, at 8:30 o'clock A.M. as in conformity with law and ordered recorded.

A 41472

8

Recorded in Liber 2182, 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 \$ 19.00

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



PAID
Rec. Fee \$ 4.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECORDS & RECORDS

OCT 30 11 36 AM '75

LIBER _____ FOLIO _____
LAND _____
VALUATION CLERK

ARTICLES OF AMENDMENT
WAGAMAN, WAGAMAN & MEYERS, P.A.

THIS IS TO CERTIFY:

FIRST: That the Board of Directors of Wagaman, Wagaman & Meyers, P.A., a Maryland Professional Corporation, having its principal office at the Maryland National Bank Building, Fourth Floor, Hagerstown, Maryland 21740, at a meeting duly convened and held on April 28, 1975, adopted the following resolution:

"RESOLVED, that it is advisable to amend the Charter of the Corporation by amending and changing the Corporate Name of said Corporation to read as follows:

"MEYERS, WAGAMAN, CORDERMAN & YOUNG, P.A."

SECOND: That a proper notice was duly given to all stockholders of record, entitled to vote thereon, setting forth the proposed amendment upon which action would be taken at a special meeting of Stockholders slated for April 28, 1975.

THIRD: That said special meeting of Stockholders was held as aforesaid and said amendment was unanimously approved by all stockholders entitled to vote thereon.

IN WITNESS WHEREOF, Wagaman, Wagaman & Meyers, P.A. has caused these presents to be signed in its name and on its behalf by its President, and its President's signature witnessed by its Secretary this 19th day of May, A.D., 1975.

Wagaman, Wagaman & Meyers, P.A.

By *Lynn F. Meyers*
President

Attest

John Corderman
Secretary



STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:

I HEREBY CERTIFY, that on this 19th day of May, A.D., 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Lynn F. Meyers,

WST
Washington Co.

President of Wagaman, Wagaman & Meyers, P.A., a Maryland Professional Corporation, and on behalf of the Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of the Corporation, and at the same time personally appeared John P. Corderman, Secretary of said Corporation, acknowledging as Secretary that meetings of the Board of Directors and Stockholders were held and action taken as presented in the Articles of Amendment, the same being true to the best of his information, knowledge and belief.

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

Paula A. Kandle
Notary Public



ARTICLES OF AMENDMENT

OF

WAGAMAN, WAGAMAN & MEYERS, P.A.

changing its name to:

MEYERS, WAGAMAN, CORDERMAN & YOUNG, P.A.

approved and received for record by the State Department of Assessments and Taxation of Maryland May 28, 1975 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 41266

Recorded in Liber F2179, folio 3 495, 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. Kella



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

Oct 20 11 36 AM '75

LIBER _____ FOLIO _____

LAND
VAUGHN CLERK

ARTICLES OF INCORPORATION
OF
JEDOM, INC.

FIRST: I, Don C. Meyer, whose post office address is Rt. 9, Box 303, Hagerstown, Maryland 21740, of the age of majority, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

JEDOM, INC.

THIRD: The purposes for which the Corporation is formed are:
(1) to operate and maintain a health and massage club.
(2) to do anything permitted in Section 9 of Article 23, of the Annotated Code of Maryland, as amended from time to time, and any and all other lawful acts.

FOURTH: The post office address of the principal office of the Corporation in this State is 70 West Franklin Street, Hagerstown, Maryland 21740. The name and post office address of the Resident Agent of the Corporation in this State is Julius Einbinder, 8932 Cherbourg Drive, Potomac, Maryland 20854; said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is One Thousand (1,000) shares, with no par value.

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

Kathleen L. Meyer, Don C. Meyer
and Julius Einbinder.

SEVENTH: The Corporation shall indemnify its directors, officers, employees and agents in accordance with the provisions of the Maryland Annotated Code, Article 23, Section 64 (1966 Repl. Vol., as amended by the Laws of 1972, Chapter 663); and the Corporation may, in its By-Laws, extend or restrict the power of its directors and/or stockholders to indemnify such directors, officers, employees and agents provided nothing in said By-Laws is inconsistent with the terms of Article 23, Section 64 of the Annotated Code of Maryland, as amended.

IN WITNESS WHEREOF, I do hereby acknowledge these Articles of Incorporation to be my act this 19th day of May, 1975.

WITNESS:

_____ 
Don C. Meyer

STATE OF MARYLAND, *WASHINGTON Co.*, TO WIT:

I HEREBY CERTIFY, that before me, the subscriber, a Notary Public of the *County* and State aforesaid, personally appeared DON C. MEYER, and acknowledged the foregoing Articles of Incorporation to be his act and deed.

AS WITNESS my hand and Notarial Seal this *19th* day of *MAY*,



Richard L. Boushert
Notary Public

My Commission expires: *July 1, 1978*

ARTICLES OF INCORPORATION

OF

JEDOM, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland May 27, 1975 at 8:30 o'clock A.M. as in conformity with law and ordered recorded.

A 41240

Recorded in Liber F2179, folio 4 370, 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



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 20 11 36 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

ARTICLES OF AMENDMENT
DESIGN UNLIMITED, INC.

8 AM '75

THIS IS TO CERTIFY:

FIRST: That the Board of Directors of Design Unlimited, Inc., a Maryland Corporation, having its principal office at 1 West Green Street, Funkstown, Maryland, 21734, at a meeting duly convened and held on April 30, 1975, adopted the following resolution:

"RESOLVED, that it is advisable to amend the Charter of the Corporation by amending and changing the Corporate Name of said Corporation to read as follows:

"MACWAG Enterprises, Inc."

SECOND: That a proper notice was duly given to all stockholders of record, entitled to vote thereon, setting forth the proposed amendment upon which action would be taken at a special meeting of Stockholders slated for April 30, 1975.

THIRD: That said special meeting of Stockholders was held as aforesaid and said amendment was unanimously approved by all stockholders entitled to vote thereon.

IN WITNESS WHEREOF, Design Unlimited, Inc. has caused these presents to be signed in its name and on its behalf by its President, and its President's signature witnessed by its Secretary this 20th day of May, A.D., 1975.

Design Unlimited, Inc.

Attest:

By Robert Lee McEary
President

David P. Wagoner
Secretary



STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:

I HEREBY CERTIFY, that on this 20th day of May, A.D., 1975, before me, the subscriber, a Notary Public of the State of Maryland in and for the County of Washington, personally appeared

Washington Co.

Robert L. McCoy, President of Design Unlimited, Inc., a Maryland Corporation, and on behalf of the Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of the Corporation, and at the same time personally appeared Paul C. Waggoner, Secretary of said Corporation, acknowledging as Secretary that meetings of the Board of Directors and Stockholders were held and action taken as presented in the Articles of Amendment, the same being true to the best of his information, knowledge and belief.

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

Paula A. Kendle
Notary Public



My Commission Expires:
July 1, 1978

ARTICLES OF AMENDMENT

OF

DESIGN UNLIMITED, INC.

changing its name to:

MACWAG ENTERPRISES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland May 27, 1975 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 41227

Recorded in Liber F2179, folio 305, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 20 11 36 AM '75

LIBER _____ FOLIO _____

LAND _____
VABRI W. PAKER, CLERK

Received for record: October 20, 1975
Time: 11:36 A.M. Liber: 24

OCT 20 75 B# 18292 *****3.75

MAY 21 9 38 AM '75
ARTICLES OF INCORPORATION

OF

GERALD TAYLOR AND COMPANY, INC.

ARTICLE ONE: The undersigned, Joan C. Taylor, Route 1, Williamsport, Maryland, being at least eighteen years of age, does hereby form a corporation under the general laws of the State of Maryland.

ARTICLE TWO: The name of the corporation is "GERALD TAYLOR AND COMPANY, INC."

ARTICLE THREE: This corporation is formed to conduct a business engaged in the following activities: (a) the installation of septic tanks, (b) the pumping and maintenance of septic tanks, (c) general excavation and grading and (d) any and all other activities consistent with the foregoing and authorized by the laws of the State of Maryland.

ARTICLE FOUR: The post office address of the principal office of the corporation in Maryland is Route 1, Williamsport, Maryland, 21795, and the name and post office address of the resident agent of the corporation in Maryland is Joan C. Taylor, of Route 1, Williamsport, Maryland, 21795. The resident agent is a citizen of Maryland and actually resides therein.

ARTICLE FIVE: The total number of shares of stock of all classes that the corporation has authority to issue is ten thousand (10,000) shares, each having a par value of Ten Dollars (\$10.00), the aggregate par value of all the shares is One Hundred Thousand Dollars (\$100,000).

ARTICLE SIX: The number of directors of the corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the corporation, but shall never be less than three (3). The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and take office are Gerald R. Taylor, Joan C. Taylor and Calvin L. Taylor.

ARTICLE SEVEN: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these articles of incorporation on this 20th day of May, 1975.

Joan C. Taylor (SEAL)
Joan C. Taylor

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on this 20th day of May, 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Joan C. Taylor who acknowledged the foregoing articles of incorporation to be her act.

WITNESS my hand and Notarial Seal.

Commission Expires
July 1, 1978

Geraldine M. Lum
Notary Public



ARTICLES OF INCORPORATION
OF
GERALD TAYLOR AND COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 27, 1975 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 41189

Recorded in Liber F2179, folio 27, 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



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
OCT 20 11 36 AM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. WAKER, CLERK

Received for record: October 20, 1975
Liber: 24 Time: 11:37 A.M.

OCT 20-75 B 18277 *****1.00

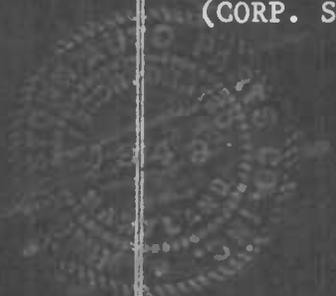
To the State Department of
Assessments and Taxation
301 West Preston Street
Baltimore, Maryland 21201

I HEREBY CERTIFY, That the following is a true copy of a Resolution duly and unanimously adopted by the entire Board of Directors of Hagerstown Auto Parts Company, Inc., a Maryland corporation, as of June 6, 1975, by unanimous written consent:

"RESOLVED, That William M. Clark be and he hereby is designated and appointed as the Resident Agent of the corporation, the said William M. Clark being a resident of the State of Maryland and actually residing therein at 1016 Potomac Avenue, Hagerstown, Maryland 21740."

I FURTHER CERTIFY, That I am the duly elected Secretary of said corporation.

(CORP. SEAL)


Linda B. Clark
Secretary
Hagerstown Auto Parts
Company, Inc.

NOTICE OF CHANGE OF RESIDENT AGENT AND AGENT'S ADDRESS

OF

HAGERSTOWN AUTO PARTS COMPANY, INC.

received for record June 11, 1975, at 8:30 A.M.
 and recorded on Film No. 2185 Frame No. 481 one of
 the charter records of the State Department of Assessments and Taxation of Maryland.
 To the clerk of the Circuit court of Washington County

AA N^o 12128

Special Fee Paid	\$3.00
Recording Fee Paid	<u>2.00</u>
Total	\$5.00

Mr. Clerk - Mail to: Edward W. Coeey
 McCAULEY, COOEY & McGRORY
 152 W. Washington Street
 Hagerstown, Maryland 21740

PAID

alk

Rec. Fee \$ 1.00

Rec. Tax \$ _____

Trans. Tax \$ _____

TOTAL . . . \$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 20 11 37 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAVER, CLERK

Received for record: October 20, 1975
Time: 11:37 A.M. Liber: 24

525

OCT 20 75 B&B 18278 *****1.00

CERTIFIED COPY OF RESOLUTION OF BOARD OF DIRECTORS

I, E. N. Lennig, Jr. do hereby certify that I am the duly elected, qualified and acting secretary of HAGERSTOWN AUTOMOTIVE, INC., and that, by unanimous written consent of the board of directors of said corporation, 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 Maryland Building, 25 South Charles Street, Baltimore, Maryland 21201. The said resident agent so designated is a corporation of the State of Maryland."


E. N. Lennig, Jr., Secretary



(CORPORATE SEAL)

NOTICE OF CHANGE OF RESIDENT AGENT AND AGENT'S ADDRESS
OF
HAGERSTOWN AUTOMOTIVE, INC.

received for record June 23, 1975, at 8:30 A.M.
and recorded on Film No. 2185 Frame No. 533 one of
the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit court of Washington County

AA N^o 12162

Special Fee Paid	\$3.00
Recording Fee Paid	<u>2.00</u>
Total	\$5.00

Mr. Clerk - Mail to: J. L. Wilsterman
C T Corporation System
123 South Broad Street
Philadelphia, Pennsylvania 19109

P A I D

Rec. Fee	\$ <u>1.00</u>
Rec. Tax	\$ _____
Trans. Tax	\$ _____
TOTAL . . .	\$ _____

alk

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 20 11 37 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. HARRIS, CLERK

RECORDED 146

500-a 825K

Received for record: October 20, 1975
Time: 11:37 A.M. Liber: 24

527

OCT 20-75 Bz 18279 *****3.75

BROTHERS' FORD TRACTOR & EQUIPMENT CO., INC.
(A close Corporation under Article 23,
Section 100, General Corporation Law
of Maryland)

ARTICLES OF INCORPORATION

FIRST: The undersigned, Ray M. Johns, whose Post Office address is Route 5, Hagerstown, Maryland, 21740, and Laurence E. Johns, whose Post Office address is Mill Village, Hagerstown, Maryland, 21740, being each at least eighteen (18) years of age do hereby form a corporation under the General Laws of the State of Maryland.

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

BROTHERS' FORD TRACTOR & EQUIPMENT CO., INC.

THIRD: The Corporation shall be a close corporation as authorized by Section 100 of Article 23 of the General Corporation Law of Maryland.

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

(1) To manufacture, construct, buy, sell, license, lease, deal in and deal with machinery of every kind and description, and articles of every nature, and more particularly, agricultural machinery, farm machinery, dairy machinery, elevating and conveying machinery, automotive machinery, transmission machinery, and all parts thereof, and to acquire, hold, possess and own letters patent of the United States and of any foreign country now or hereafter issued or to acquire licenses under such patents for the manufacture and sell of machinery or improvements thereon or articles of any nature and to carry on a general wholesale and/or retail merchandise business in such articles and for the better attainment for the general purposes thus indicated, to purchase, lease, hold and convey all necessary property, real or personal, wheresoever the same may be situated.

(2) To operate and maintain a parts and service business for the purpose of supplying any and all components and parts for the above mentioned machinery, equipment, or articles of every nature and to repair and service the same.

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

(4) 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.

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

FIFTH: The post office address of the principal office of the Corporation in Maryland is R. F. D. No. 5, Hagerstown, Maryland, 21740. The name and post office address of the resident agent of the Corporation in Maryland is Ray M. Johns, R. F. D. No. 5, Hagerstown, Washington County, Maryland, 21740. Said resident agent is a citizen of Maryland and actually resides therein.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is Ten Thousand (10,000) shares at a 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.

SEVENTH: The number of Directors of the Corporation shall be two (2), which number may be increased pursuant to

the By-laws of the Corporation, but shall never be less than one (1); and the names of the Directors who shall act until the first annual meeting or until his or their successor (s) is (are) duly chosen and qualified are: Ray M. Johns and Laurence E. Johns.

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of such class, whether now or hereafter authorized as it may determine, except that it shall not issue nor have outstanding any securities, (including stock) which are convertible into its stock nor any voted securities other than stock nor any options, warrants or other rights to subscribe for or purchase any of its stock which are other than non-transferable.

(b) No contract or other transaction between the 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 any 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 the businesses shall be declared in dividends and paid to the Stockholders, subject, however, to the provisions of the Charter, and to direct and determine the use and disposition of such surplus or net profits.

(d) The Corporation reserves the right from time to time to make any amendments of its Charter which may now or hereafter be authorized by law, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change or 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.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion shall fix; and any shares of its stock 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.

NINTH: The shares of stock shall be non-assessable and shall be entitled to one (1) 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 stockholders 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.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 23RD day of JUNE, A. D., 1975.

Witness:

Paula A. Kendle

Ray M. Johns (SEAL)
Ray M. Johns

Laurence E. Johns (SEAL)
Laurence E. Johns

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

I HEREBY CERTIFY, That on this 23RD day of JUNE, A. D., 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Ray M. Johns and Laurence E. Johns, personally known to me to be the persons whose names are subscribed to the foregoing instrument and who did each acknowledge the foregoing Articles of Incorporation to be their respective act.

Witness my hand and official Notarial Seal.

Paula A. Kendle
Notary Public



My Commission Expires: July 1, 1978.

ARTICLES OF INCORPORATION
OF
BROTHERS' FORD TRACTOR & EQUIPMENT CO., INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 25, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 42083

Recorded in Liber 2188, folio 300, 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



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 20 11 37 AM '75

LIBER _____ FOLIO _____

LAND
VAUGHN J. BAKER, CLERK

pc

ARTICLES OF INCORPORATION
OF
BOYERS TWO-WAY RADIO, INC.

THIS IS TO CERTIFY:

FIRST: That I, Richard W. Lauricella, whose post office address is 123 West Washington Street, Hagerstown, Maryland 21740, being over twenty-one years of age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, intend to form a corporation by the execution and filing of these Articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is BOYERS TWO-WAY RADIO, INC.

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

(a) To engage in the business of sales and service for radio, electronic and mechanical components and all other services related thereto and inherent therein.

(b) To improve, manage, develop, sign, assign, transfer, lease, mortgage, grant a security interest in, pledge, or otherwise dispose of or deal with, all or any part of the property of the Corporation and from time to time to vary any investment or employment of funds of the Corporation.

(c) To purchase, lease or otherwise acquire all or any part of the property, rights, businesses, contracts, goodwill, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent) carrying on or having carried on in whole or in part any of the aforesaid business or any other business that the Corporation

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

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

(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 of assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes or other obligations of the Corporation for its corporate purposes.

(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 post office address of the principal office of the Corporation in this State is 510 West Howard Street, Hagerstown, Maryland 21740. The resident agent of the Corporation is Richard W. Lauricella, whose post office address is 123 West Washington Street, Hagerstown, Maryland 21740. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has 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 number of Directors of the Corporation shall be three (3), which number may be increased pursuant to the By-Laws of the Corporation but shall never be less than three (3); the names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Alfred Boyers, Charlotte Boyers and Richard W. Lauricella.

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

(d) Notwithstanding any provisions 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

KAYLOR, SPENCE
AND LAURICELLA
ATTORNEYS AT LAW
HAGERSTOWN, MARYLAND

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

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 16th day of June, 1975.

Witness:

Marian Marshall

Richard W. Lauricella
Richard W. Lauricella

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 16th day of June, 1975, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Richard W. Lauricella and acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and Notarial Seal.

Marian Marshall
Notary Public

My Commission expires:
7/1/78

KAYLOR, SPENCE
AND LAURICELLA
ATTORNEYS AT LAW
HAGERSTOWN, MARYLAND

ARTICLES OF INCORPORATION
OF
BOYERS TWO-WAY RADIO, INC.

0A DE 3069

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 23, 1975 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

3700-8 827R

A 42000

Recorded in Liber 2187, folio 515⁷, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



PAID

Rec. Fee \$ 4.25
Rec. Tax \$
Trans. Tax \$
TOTAL . . . \$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

Oct 20 11 37 AM '75

LIBER _____ FOLIO _____

LAND
VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION

OF

L. & R. AVIATION, INC.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, John H. Urner, whose post office address is 100 West Washington Street, Hagerstown, 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, state my intention of forming a corporation by the execution, acknowledgment and filing of these Articles.

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

L. & R. AVIATION, INC.

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

(a) To engage in the business of purchasing, acquiring, owning, leasing, selling, transferring, encumbering and generally dealing in the operation of, repair and servicing of all types of new and used airplanes and any parts or accessories used in connection therewith and to engage in the business of purchasing, acquiring, owning, selling, leasing and generally dealing in all types of supplies and equipment used by airplanes.

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

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

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 1730 Edgewood Hill Circle, Apartment 2, Hagerstown, Maryland 21740. The resident agent of the Corporation is Robert F. Richards, 1730 Edgewood Hill Circle, Apartment 2, Hagerstown, Maryland 21740, who 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 fifty thousand (50,000) shares of capital stock of the par value of One Dollar (\$1.00) per share, all of one class, having an aggregate par value of Fifty Thousand Dollars (\$50,000.00). The Corporation is authorized to issue only one class of stock and all issued stock shall be held of record by not more than ten (10) persons. Stock shall be issued and transferrable only to natural persons who are not non-resident aliens.

SIXTH: The Corporation shall have not more than seven (7)

nor less than three (3) directors, and Robert F. Richards, William W. Lesh and Ellen J. Lesh 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 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.

(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, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of

Incorporation this 20th day of June, 1975.

John H. Urner (SEAL)
John H. Urner

WITNESS:

Shelby J Crawford

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 20 day of June, 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared John H. Urner and acknowledged the foregoing Articles of Incorporation to be his act.

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

Shelby J Crawford
Notary Public

Comm. Exp. July 1, 1978



ARTICLES OF INCORPORATION

OF

L. & R. AVIATION, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland June 23, 1975 at 8:30 o'clock A.M. as in conformity with law and ordered recorded.

BADE39064

A 41995

3500-a 827R

Recorded in Liber 2187, folio 5 485, 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



PAID
Rec. Fee \$ 3.75
Rec. Tax \$
Trans. Tax \$
TOTAL . . . \$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 20 11 37 AM '75

LIBER. _____ FOLIO _____

LAND _____
VALUATION CLERK

Received for record: October 20, 1975
Time: 11:37 A.M. Liber: 24

545

OCT 20-75 B 18282 *****375

THE BETHEL CORPORATION

ARTICLES OF AMENDMENT

Jul 16 9 00 AM '75

The Bethel Corporation, A Maryland Corporation having its principal office in Washington County, Maryland, hereinafter called the Corporation, hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The Charter of the Corporation is hereby amended by striking out the Fourth Paragraph of the articles of incorporation and inserting in lieu thereof the following:

Notwithstanding any other provision contained herein the corporation formed hereby is authorized to enter into contracts (Regulatory Agreements) with any governmental entity and shall be bound by the terms thereof to enable the governmental entity to carry out the provisions of and laws relating to housing or community development. Upon execution, the contracts (Regulatory Agreements) shall be binding upon the corporation, its successors and assigns, so long as any mortgage executed in connection with a Regulatory Agreement is outstanding, unpaid or insured or held by a governmental entity.

SECOND: The Amendment to the charter of the Corporation herein made consists only of the removing of the limitations dealing with the Federal Agencies in order that it may deal with any Governmental Agencies; and the said amendment was approved by vote of a majority of the entire board of directors at a meeting duly convened and held on June 11, 1975.

THIRD: The amendment to the charter of the Corporation herein made was approved by vote of a majority of the entire board of directors at a meeting duly convened and held on June 11, 1975; and there are no shares of stock of the Corporation entitled to vote thereon either outstanding or subscribed for or members thereof.

IN WITNESS WHEREOF, The Bethel Corporation, has caused these presents to be signed in its name and on its behalf by its President and its corporation seal to be hereunto affixed and attested by its Secretary, on June 11th, 1975.

The Bethel Corporation

By: *Kenneth White*

President

Attest:

Christella E. King
Secretary



STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I hereby certify that on June 11, 1975 before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Kenneth Moten, President of the Bethel Corporation, a Maryland Corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation; and 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 the day and year above written.

Judith Van Dyke
Notary Public



ex.: 7/1/78

ARTICLES OF AMENDMENT
OF
THE BETHEL CORPORATION

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 23, 1975 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

PAID 059
1500-2 827R

A 41990

Recorded in Liber 2187, folio 3 467, 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.

B. J. Keller



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 20 11 37 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

NORTHERN AVENUE MEDICAL LABORATORY, INC.ARTICLES OF AMENDMENT

Northern Avenue Medical Laboratory, Inc., a Maryland corporation, having its principal office in Hagerstown, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The charter of the corporation is hereby amended by striking out Article III of the Articles of Revival and inserting in lieu thereof the following:

"ARTICLE III. The name of the Corporation (which shall hereinafter be called the "corporation") shall be Hagerstown Medical Laboratory, Inc."

SECOND: The charter of the corporation is hereby amended by striking out Article IV(b) of the Articles of Revival and inserting in lieu thereof the following:

"ARTICLE IV. (b) The name and post office address of the corporation in the State of Maryland is Edwin H. Miller, P.O. Box 1269, Hagerstown, MD, 21740. Said Resident Agent is a citizen actually residing in this State."

THIRD: The Board of Directors of the corporation, at a meeting duly convened and held on April 30, 1975, adopted resolutions in which were set forth the foregoing amendments to the charter declaring that the said amendments of the charter were advisable and directing that they be submitted for action thereon at a special meeting of the stockholders of the corporation held on April 30, 1975.

FOURTH: Notice setting forth the said amendments of the charter and stating that the purpose of the meeting of the stockholders would be to take action thereon, was given as required

by law to all stockholders entitled to vote thereon; and like notice was given to all stockholders of the corporation not entitled to vote thereon whose contract rights as expressly set forth in the charter would be altered by the amendments.

FIFTH: The amendments of the charter of the corporation as hereinabove set forth were approved by the stockholders of the corporation at said meeting by the affirmative vote of all outstanding stock entitled to vote thereon.

SIXTH: The amendments of the charter of the corporation as hereinabove set forth have been duly advised by the Board of Directors and approved by the stockholders of the corporation.

IN WITNESS WHEREOF, Northern Avenue Medical Laboratory, 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 19th day of June, 1975.

ATTEST AS TO CORPORATE SEAL:

NORTHERN AVENUE MEDICAL LABORATORY, INC.



Edwin H. Miller
Secretary

BY: Frederick W. Shillinger
Frederick W. Shillinger
President

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

I HEREBY CERTIFY, That on this 19th day of June, 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Frederick W. Shillinger, President of Northern Avenue Medical Laboratory, 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 the stockholders of said corporation at which the amendments of the charter of the corporation therein were approved, and that the matters and facts set forth in said Articles of Amendment are true and correct to the best of his knowledge, information and belief.

WITNESS my hand and Official Notarial Seal.



Eunice C. S. Tatebmyer
Notary Public

My Commission Expires:
July 1, 1978

ARTICLES OF AMENDMENT
OF
NORTHERN AVENUE MEDICAL LABORATORY, INC.
changing its name to:
HAGERSTOWN MEDICAL LABORATORY, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 23, 1975 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

GADE36205
1500-a 826R

A 41985

Recorded in Liber 2187, folio 3
448, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
OCT 20 11 37 AM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. WAKER, CLERK

EAST ANTIETAM CIVIC ASSOCIATION, INC.

ARTICLES OF REVIVAL

EAST ANTIETAM CIVIC ASSOCIATION, INC., a Maryland Corporation having its principal office in Washington County, Maryland (hereinafter called the Corporation), hereby certifies to the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND that:

FIRST: The Charter of the Corporation was forfeited on July 3, 1974, 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 EAST ANTIETAM CIVIC ASSOCIATION, INC.;

THIRD: The name by which the Corporation will hereafter be known is EAST ANTIETAM CIVIC ASSOCIATION, INC.;

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is 19 Lehigh Avenue, Hagerstown, Washington County, Maryland, and said principal office is located in the same county in which the principal office of the Corporation was located at the time of the forfeiture of its charter.

(b) The name and post office address of the resident agent of the corporation in the State of Maryland are William Parkin, 19 Lehigh 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 to the Corporation if its Charter had not been forfeited.

IN WITNESS WHEREOF, the undersigned, who were respectively the last acting Vice-President and Secretary of the Corporation, have signed these Articles of Revival on June 11th, 1975.

William Myers
William Myers, Vice-President

Barbara Murphy
Barbara Murphy, Secretary

STATE OF MARYLAND,
COUNTY OF WASHINGTON, ss:

I HEREBY CERTIFY that on June 11th, 1975, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared William Myers, the last acting Vice-President, and Barbara Murphy, the last acting Secretary of EAST ANTIETAM CIVIC ASSOCIATION, 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.

My Commission Expires:
July 1, 1978

W. B. Cook
Notary Public



ARTICLES OF REVIVAL
OF
EAST ANTIETAM CIVIC ASSOCIATION, INC.

GADE3:017

2000-a-823R

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 18, 1975, at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 41843

Recorded in Liber 2185, folio 3, 664, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Special Fee
~~Special Fee~~ \$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 H. Keller



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECORDS & CLERK

Oct 20 11 37 AM '75

LIBER _____ FOLIO _____

CANTON _____
VALUED AT _____

ARTICLES OF INCORPORATION

of

WESTFIELD FASHIONS, LTD.

The undersigned, Michael L. Freilich, the incorporator, being at least 18 years of age and whose post office address is Suite 300, 10 Gerard Avenue, Timonium, Maryland, 21093, desires to form a corporation in accordance with and by virtue of the General Laws of the State of Maryland, does hereby certify:

FIRST: The name of this corporation, herein, the "Corporation," is:

Westfield Fashions, Ltd.

SECOND: The objects and purposes for which this Corporation is formed and the business to be carried on and promoted by it are:

A. To engage in the business of selling, buying, and dealing at wholesale and retail in dresses, ladies and women's apparel, garments, clothing, shoes, undergarments and related accessories; to perform any and all related services and to engage in any and all activities incident or desirable thereto.

B. To enter into partnerships, joint ventures, and other business associations for any lawful purpose;

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

D. To engage in any other lawful act or activity for which corporations may be formed in accordance with the General Laws of the State of Maryland.

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

THIRD: The post office address of the principal office of the Corporation in the State of Maryland is 36 Washington Center, Hagerstown, Maryland 21740.

FOURTH: The resident agent of the Corporation is Michael L. Freilich, Esquire, who is a citizen of and actually resides in the State of Maryland and whose post office address is Suite 300, 10 Gerard Avenue, Timonium, Maryland 21093.

FIFTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase,

subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

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

1. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from ^{time to} time of shares of its stock of any class, whether now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

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

3. A director or officer of the Corporation shall not be disqualified by his office from dealing or contracting

with the Corporation as a vendor, purchaser, employee, agent, or otherwise. No transaction or contract or act of the Corporation shall be void or voidable or in any way affected or invalidated by reason of the fact that any director or officer of any firm of which any director or officer is a member or any corporation of which any officer or director is a member or any corporation of which any director or officer is a shareholder, director, or trustee, or any trust of which any director or officer of the Corporation is a trustee or beneficiary, is in any way interested in such transaction or contract or acts. No director or officer shall be accountable or responsible to the Corporation for or in respect to any transaction or contract or act of the Corporation or for any gains or profits directly or indirectly realized by him by reason of the fact that he or any firm of which he is a member or any corporation of which he is a shareholder, director, or trustee, or any trust of which he is a trustee or beneficiary, is interested in such transaction or contract or act, provided the fact that such director or officer or such firm or such corporation or such trust is so interested shall have been disclosed or shall have been known to the board of directors or such members thereof as shall be present at any meeting of the Board of Directors at which action upon such contract or transaction or act shall have been taken. Any director may be counted in determining the existence of a quorum at any meeting of the Board of Directors which shall authorize or take

action in respect to any such contract or transaction or act, and may vote thereat to authorize, ratify, or approve any such contract or transaction or act, and any officer of the Corporation may take any action within the scope of his authority respecting such contract or transaction or act, with like force and effect as if he or any firm of which he is a member, or any corporation of which he is a shareholder, director, or trustee, or any trust of which he is a trustee or beneficiary were not interested in such transaction or contract or act. Without limiting or qualifying the foregoing, if in any judicial or other inquiry, suit, cause or proceeding, the question of whether or not a director or officer of the Corporation has acted in good faith is material, and notwithstanding any statute or rule of law or equity to the contrary, if any, the director's or officer's good faith shall be presumed, in the absence of proof to the contrary by clear and convincing evidence.

4. The Corporation reserves the right to amend its charter so that such amendment may alter the contract rights, as expressly set forth in the charter, of any outstanding stock, and no objecting stockholder whose rights may or shall be thereby substantially adversely affected shall be entitled to the same rights as an objecting stockholder in the case of a consolidation or merger.

The enumeration and definition of a particular power of the Board of Directors included in this Article shall in no way be limited or restricted by reference to or inference

from the terms of any clause of this or any other article of the charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

SEVENTH: The Corporation shall provide any indemnification required or permitted by the laws of Maryland and shall indemnify directors, officers, agents and employees as follows:

1. The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Corporation) by reason of the fact that he is or was such director or officer or an employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with such action suit or proceeding if he acted in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to

believe his conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

2. The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he is or was such a director or officer or an employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Corporation, except that no indemnification shall be made in respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable

for negligence or misconduct in the performance of his duty to the Corporation unless and only to the extent that the court in which such action or suit was brought, or any other court having jurisdiction in the premises, shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expense which such court shall deem proper.

3. To the extent that a director or officer of the Corporation has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in paragraphs 1 or 2 of this Article SEVENTH or in defense of any claim, issue, or matter therein, he shall be indemnified against expense (including attorneys' fees) actually and reasonably incurred by him in connection therewith, without the necessity for the determination as to the standard of conduct as provided in paragraph 4 of this Article SEVENTH.

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

parties to such action, suit, or proceeding or (b) if such a quorum is not obtainable, or, even if obtainable, if such a quorum of disinterested directors so directs, by independent legal counsel (who may be regular counsel for the Corporation) in a written opinion; and any determination so made shall be conclusive.

5. Expenses incurred in defending a civil or criminal action, suit, or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding, as authorized in the particular case, upon receipt of an undertaking by or on behalf of the director or officer to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized in this section.

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

7. Any indemnification pursuant to this Article SEVENTH shall not be deemed exclusive of any other rights to which those indemnified may be entitled and shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs, executors, and administrators of such a person.

EIGHTH: The Corporation shall have three directors and the following named persons shall be the initial directors and act as such until the first annual meeting of the shareholders or until their successors are duly chosen and have

qualified:

Grace V. Schroeder

Warren Schroeder

Michael L. Freilich

The Corporation may determine by its By-Laws the classification and number of its directors, which may from time to time be fixed at a number greater than that named in these Articles of Incorporation, but the number of directors may not be less than three.

NINTH: The total amount of authorized capital stock of the Corporation is Five Thousand shares without par value.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 12th day of June, 1975, and I acknowledge the same to be my act.

WITNESS:

Harold L. Miller

INCORPORATOR:

Michael L. Freilich

ARTICLES OF INCORPORATION
OF
WESTFIELD FASHIONS, LTD.

FA0E3121

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 16, 1975 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

500000 8172

A 41698

Recorded in Liber 2184, folio 224, 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 H. Keller



PAID

Rec. Fee \$ 6.25
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 20 11 37 AM '75

LIBER _____ FOLIO _____

LAND _____
VA. JOHN I. PARKER, CLERK

ARTICLES OF INCORPORATION
OF
MERLE L. SECREST EXCAVATING & CONSTRUCTION COMPANY, INC.
A CLOSE CORPORATION

THIS IS TO CERTIFY:

That the undersigned Daniel W. Moylan, 100 West Washington Street, Hagerstown, Maryland, being of full legal age and sui juris, is hereby forming a corporation under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations.

ARTICLE I. The name of the Corporation (which is hereafter called the Corporation) is: MERLE L. SECREST EXCAVATING & CONSTRUCTION COMPANY, INC.

ARTICLE II. The purposes for which this Corporation is formed and the business and objects to be carried on and promoted by it are as follows:

- (1) To carry on a general earth moving and excavation business and to that end to lease, charter, own, manufacture, deal in, advertise and dispose of cranes, bulldozers, tractors, trucks, rigging, frontend loaders, automobiles and other vehicles and kindred appliances and equipment.
- (2) To act as a general contractor for the construction, repair, remodeling of buildings, public works of all kinds, structures 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 and proper or convenient for or incidental to the furtherance or carrying out of the powers and purposes herein mentioned.
- (3) To improve, manage, operate and to sell, convey, assign, mortgage or lease any real property and any personal property.
- (4) To borrow money and issue evidences of indebtedness in furtherance of any and all of the objects of its business, and to furnish security for the same by mortgage, deed of trust, pledge or other lien.

(5) To enter into, perform and carry out contracts of any kind necessary to, or in connection with, or incidental to the accomplishment of any one or more of the purposes of the Corporation.

(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) The foregoing enumeration of the business, objects and purposes of the Corporation is made in furtherance and not in limitation of the general laws governing corporation and is not intended to limit the authority granted to corporations under the Annotated Code of Maryland as amended from time to time.

ARTICLE III. The principal office of the Corporation in the State of Maryland will be maintained at Box 111, Route 4, Hagerstown, Maryland; the present post office address is Box 111, Route 4, Hagerstown, Maryland 21740. The resident agent of the Corporation is Ruth G. Secrest, whose post office address is Box 111, Route 4, Hagerstown, Maryland 21740. Said resident agent is a citizen of the State of Maryland and actually resides therein.

ARTICLE IV. The Corporation shall have three directors and Merle L. Secrest, Ruth G. Secrest and Deborah Sue Schoppert shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

ARTICLE V. The total number of shares of all classes of stock that the Corporation has authority to issue is ten thousand (10,000), each having a par value of Ten Dollars (\$10.00), the aggregate value of all shares being One Hundred Thousand Dollars (\$100,000).

ARTICLE VI. The duration of the Corporation shall be perpetual.

ARTICLE VII. The Corporation is a close corporation authorized by Section 100, Article 23 of the Annotated Code of Maryland.

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

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or

without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-laws of the Corporation.

(2) The Board of Directors 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.

(3) 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, such shares.

(4) 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
30th day of June, 1975.

 (SEAL)
Daniel W. Moylan

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on this 30th day of June, 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Daniel W. Moylan who acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and Notarial Seal.

Commission Expires

July 1, 1978

Sheridan M. Lum

Notary Public

A circular notary seal for Sheridan M. Lum, Notary Public, Washington County, Maryland. The seal is partially obscured by the signature and the text 'Notary Public'.

ARTICLES OF INCORPORATION

OF

MERLE L. SECREST EXCAVATING & CONSTRUCTION COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland July 18, 1975, at 8:30 o'clock A.M. as in conformity with law and ordered recorded.

A 42710

Recorded in Liber 2195, folio 57, 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.

Bushell H. Keller



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

Oct 24 11 45 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

OLD MILL ENTERPRISES, INC.

ARTICLES OF INCORPORATION

FIRST: The undersigned, Stanley Richard Kremp, whose post office address is 1746 Timberlane, Hagerstown, Md., 21740, respectively, being at least eighteen years of age, does hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is Old Mill Enterprises, Inc.

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

- (1) The rendering of food, alcoholic beverages and entertainment to the general public.
- (2) The investment of funds in real estate, mortgages, stocks, bonds or any other type of investments.
- (3) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.
- (4) To purchase the corporate assets of, merge, or consolidate with any other domestic corporation engaged in the same character of business.
- (5) The redemption, purchase, retention, sale and transfer of its own capital stock.
- (6) The creation of employee benefit plans and trusts incidental thereto.
- (7) To do any or all acts permitted in Section 9 of Article 28 of the Maryland Annotated Code as now existing or as hereinafter amended.

FOURTH: The post office address of the principal office of the Corporation in Maryland is Kemps Mill Road, Williamsport, Md. The name and post office address of the resident agent of the Corporation in Maryland is Stanley Richard Kremp, 1746 Timberlane, Hagerstown, Md. 21740. Said resident agent is a citizen of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is 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 (3); and the names of the director(s) who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Stanley Richard Kremp, James A. McCord and James R. Fitzgerald.

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

(1) No contract or any other transaction as occurring between the Corporation and any other corporation and no other act, shall in any way be altered or invalidated by the fact that any of the directors of this Corporation have a pecuniary or other interest in, or are directors, agents or officers of such other corporation; any director individually, or any firm for which any director may be a member, may be a party to, or may have a pecuniary or other interest in any contract or other transaction of this Corporation, provided that the fact that he or the firm involved which is so interested is either fully disclosed or already known to the Board of Directors or a majority thereof; and any director of this Corporation who is so interested, may be counted in the determination of the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any contract or transaction which in any way involves the interested director and may vote thereat to authorize any such contract or transaction, with full force and effect as though such director were not interested.

(2) These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by Sixty (60%) percent of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

(3) No stockholder shall sell or transfer his stock in the corporation without the approval, at a stockholders' meeting specifically called for such purpose of at least sixty (60%) percent of the stockholders of the corporation; provided, however, that the shareholders may adopt by-laws providing for the purchase or redemption by the corporation of its shares.

(4) The Corporation shall indemnify its directors, officers, employees and agents in accordance with the provisions of Article 23 Section 64 of the Maryland Annotated Code as amended and the Corporation through its by-laws may extend or restrict the powers of its directors and/or its stockholders to indemnify such directors, officers, employees and agents provided nothing in said by-laws is inconsistent with Article 23 Section 64 of the Maryland Annotated Code, as amended.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and (severally) acknowledged the same to be my act on July 1, 1975

Witness:


John Robert Devitt


Stanley Richard Kremp

ARTICLES OF INCORPORATION
OF
OLD MILL ENTERPRISES, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 21, 1975, at 3:00 o'clock P.M. as in conformity
with law and ordered recorded.

A 42738

Recorded in Liber 2195, folio 4 319, 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



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 24 11 46 AM '75

LIBER _____ FOLIO _____

LANG _____
VANDERKAM, CLERK

ARTICLES OF INCORPORATION
OF
WIDMER'S TOBACCO SHOPS, INC.

THIS IS TO CERTIFY:

FIRST: That I, the undersigned, Willard C. Widmer, whose Post Office address is 121 Willow Way, Folsom, Pennsylvania 19033, 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: "Widmer's Tobacco Shops, Inc."

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

(A) To engage in the general business of tobacconist, to buy, sell, trade in wholesale and retail cigars, cigarettes, pipe tobacco, and all other tobacco products, pipes, cigarette holders, tobacco pouches, cigarette cases, and all other articles and things and accessories incident to the tobacco trade.

(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: The Valley Mall, I-81/Halfway Boulevard, Hagerstown, Maryland 21740. The name and Post Office address of the Resident Agent of the Corporation in this State is: William P. Kreykenbohm, Esquire, 138 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 which the Corporation has authority to issue is Ten Thousand (10,000) shares of the par value of Ten Dollars (\$10.00) per share, all of one class, and having an aggregate value of One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The number of Directors of the Corporation shall be at least four (4), 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 qualified, are: Willard C. Widmer, Phillip C. Widmer, Louise S. Widmer, and Barry E. Widmer.

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 consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the bylaws of the Corporation

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 Corporation 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 17th day of July, A.D., 1975.

WITNESS:

Judith Van Dyke

Willard C. Widmer (SEAL)
Willard C. Widmer

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

I HEREBY CERTIFY, That on this 17th day of July, 1975, before me, the subscriber, a Notary Public, in and for the State and County aforesaid, personally appeared Willard C. Widmer, and acknowledged the foregoing Articles of Incorporation to be his act and deed,
WITNESS my hand and Official Notarial Seal.

Judith Van Dyke
Notary Public

My Commission Expires: 7/1/78.



ARTICLES OF INCORPORATION
OF
WIDMER'S TOBACCO SHOPS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 24, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 42854

Recorded in Liber 2196, folio 556, 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



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 24 11 45 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

of Rowland

Received for record: October 24, 1975
Time: 11:46 A.M. Liber: 24

OCT 24-75 B# 18796 *****375

ARTICLES OF INCORPORATION
OF
FRELINE, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, George David Rowland, whose post office address is 826 Monroe Avenue, Hagerstown, Maryland 21740; Doris B. Rowland, whose post office address is 826 Monroe Avenue, Hagerstown, Maryland 21740; and R. Joseph Mosteller, whose post office address is 449 Guilford Avenue, Hagerstown, Maryland 21740, all being at least eighteen (18) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, 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:

Freline, Inc.

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

(a) To engage in the conduct of a mail order business selling printed and audio-visual promotional aids to libraries, public and private schools and other educational institutions.

(b) To sell items and materials suitable for gifts and for fund raising campaigns.

(c) To purchase and/or manufacture, fabricate, assemble and prepare the items and component parts thereof to be sold as aforesaid.

(d) To invest in, purchase or otherwise acquire and own, hold, use, sell, assign, transfer, convey, mortgage, exchange, improve, sub-divide and otherwise deal in and dispose of real and personal property of every kind and 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 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, partnership 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, partnership 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 of 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 enter into any kind of activity and perform and carry out contracts of any kind necessary to, or in connection with, or incidental to the accomplishment of the purpose of the Corporation.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and 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: That the post office address of the principal office of the Corporation in this State is 826 Monroe Avenue, Hagerstown, Maryland 21740. The resident agent of the Corporation is George David Rowland, whose post office address is 826 Monroe Avenue, Hagerstown, Maryland 21740. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: That 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 Ten Dollars (\$10.00) a share, all of one class; and having an aggregate par value of One Million Dollars (\$1,000,000.00).

SIXTH: That 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 George David Rowland, Doris B. Rowland and R. Joseph Mosteller.

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

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

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

EIGHTH: That no contract or other transaction between the Corporation and any other corporation or corporations, partnership or individuals 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 or partners of such other corporation or corporations or partnership; 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, partnership, 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, partnership, 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 partnership, firm, association or corporation in which he may be in anywise interested.

NINTH: That the duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation as of this 21st day of July, A. D. 1975.

WITNESS:

Deborah L. Lunde AS TO George David Rowland
George David Rowland
Deborah L. Lunde AS TO Doris B. Rowland
Doris B. Rowland
Deborah L. Lunde AS TO R. Joseph Mosteller
R. Joseph Mosteller

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 21st day of July,
A.D. 1975, before me, the subscriber, a Notary Public in and
for the State and County aforesaid, personally appeared George
David Rowland, Doris B. Rowland, and R. Joseph Mosteller, 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.



Deborah L. Landee
Notary Public

ARTICLES OF INCORPORATION
OF
FRELINE, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 24, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 42860

Recorded in Liber 2196, folio 6
586, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 200.00 Recording fee paid \$ 15.00

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



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL : : : \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 24 11 46 AM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. HAKER, CLERK

Received for record: October 24, 1975
Time: 11:47 A.M. Liber: 24

OCT 24-75 Bz 18782 *****1.50

TO: State Department of Assessments and Taxation of Maryland

Pursuant to Article 23, Section 8 (b) of the Annotated Code of Maryland, the undersigned hereby submits the following statement for the purpose of changing its registered agent in the State of Maryland.

(1) The name of the Corporation is PECK'S TAVERN OF WILLIAMSPORT, MARYLAND, INC.

(2) The address of its present registered office is 111 North Conococheague Street, Route One, Williamsport, Maryland, which will remain the same.

(3) The name of its present registered agent is Elmer L. Nave. The name of its successor registered agent is George Sterling Fundis, a resident of Washington County, Maryland, whose address is 111 North Conococheague Street, Route One, Williamsport, Maryland,

This change was authorized by the attached resolution duly adopted on April 14, 1975, by the Board of Directors of the undersigned Corporation.

Dated: June 2, 1975

PECK'S TAVERN OF WILLIAMSPORT,
MARYLAND, INC.

By: Carmalita E. Jackson
Carmalita E. Jackson
Secretary of Corporation.



This is to certify that the following resolution was duly adopted by the Board of Directors of PECK'S TAVERN OF WILLIAMS-PORT, MARYLAND, INC., at a special meeting held on April 14, 1975, at the principal office of the Corporation and at which time all Directors were present:

"BE IT RESOLVED: That upon motion duly made and passed, George Sterling Fundis is hereby declared to be the resident agent of this Corporation effective when filed with the Department of Assessments and Taxation of Maryland."

Carmalita E. Jackson
Carmalita E. Jackson
Secretary of Corporation



NOTICE OF CHANGE OF RESIDENT AGENT AND AGENT'S ADDRESS

OF

PECK'S TAVERN OF WILLIAMSPORT, MARYLAND, INC.

received for record July 2, 1975 at 8:30 A. M.
and recorded on Film No. 2190 Frame No. 276 one of 3

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

To the clerk of the Circuit court of Washington County

AA N^o 12198

Special Fee Paid \$3.00
Recording Fee Paid 4.00
Total \$7.00

Mr. Clerk - Mail to: PECK'S TAVERN OF WILLIAMSPORT, MD., INC.
111 N. Conococheague Street
Williamsport, Maryland 21795

PAID

Rec. Fee \$ 1.50
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$

alk

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

Oct 24 11 47 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

Received for record: October 24, 1975
Time: 11:47 Liber: 24

OCT 24 75 B 18783 *****1.00

RESOLUTION
FROM ANNUAL MEETING OF BOARD OF DIRECTORS

BREESE M. DICKINSON, D.D.S., P.A.

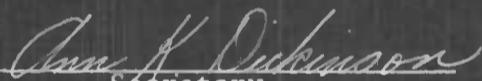
An Annual Meeting of the Board of Directors of the above named Corporation was held at the offices of the Corporation at 100 Long Meadow Drive, Hagerstown, Maryland at 8:15 o'clock A.M. on the 25th day of April, A.D., 1975 with the following Directors present:

Breese M. Dickinson
Ann K. Dickinson
William G. Psillas

The following Resolution at said meeting was passed:

RESOLVED, that a change of address of the Resident Agent and principal office of the Corporation be filed with the State Department of Assessments and Taxation of Maryland as follows: The Resident Agent of Breese M. Dickinson, D.D.S., P.A., a Maryland Corporation, is Breese M. Dickinson, D.D.S., whose address is 100 Long Meadow Drive, Hagerstown, Maryland 21740 and the principal office of the Corporation is 100 Long Meadow Drive, Hagerstown, Maryland 21740.

THIS WILL CERTIFY that the foregoing is a true copy of the Resolution of the above-named Corporation duly adopted at an annual meeting duly called and held as above stated.


Secretary

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

OF

BRESE M. DICKINSON, D.D.S., P.A.

received for record July 28, 1975, at 8:30 A.M.

and recorded on Film No. 2196 Frame No. 727 one of

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

To the clerk of the Circuit court of Washington County

AA N^o 12303

Special Fee Paid	\$3.00
Recording Fee Paid	<u>2.00</u>
Total	\$5.00

Mr. Clerk - Mail to: Lynn F. Meyers
 MEYERS, WAGAMAN, CORDERMAN & YOUNG, P.A.
 Maryland National Bank Bldg.
 Hagerstown, Maryland 21740

P A I D

Rec. Fee	\$ <u>1.00</u>
Doc. Tax	\$ _____
Trans. Tax	\$ _____
TOTAL . . .	\$ _____

alk

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

Oct 24 11 47 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

Received for record: October 24, 1975
Time: 11:47 A.M. Liber: 24

589

OCT 24-75 B 18784 *****1.00

EXTRACT FROM RESOLUTIONS OF SPECIAL MEETING OF BOARD OF
DIRECTORS OF THE HAGERSTOWN HOUSING CORPORATION HELD ON July 22, 1975

I, Frances G. Anderson, Secretary of The Hagerstown Housing Corporation, a Maryland Corporation, do hereby certify to the State Department of Assessments & Taxation of Maryland, that the following is a true and correct Resolution of the Board of Directors of said Corporation, which resolution appoints a new resident agent for the same:

Upon Resolution duly made, seconded, and unanimously carried, it was

RESOLVED: That Merle S. Elliott, C.P.S., being a citizen of the State of Maryland, and actually residing therein, having an address known as 25 North Avenue, Hagerstown, Maryland 21740, be and he is hereby appointed resident agent of The Hagerstown Housing Corporation, the former resident agent being deceased.

Frances G. Anderson

Frances G. Anderson
Secretary of The Hagerstown
Housing Corporation

NOTICE OF CHANGE OF RESIDENT AGENT AND AGENT'S ADDRESS
OF
THE HAGERSTOWN HOUSING CORPORATION

received for record July 25, 1975, at 8:30 A. M.
and recorded on Film No. 2196 Frame No. 314 one of
the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit court of Washington County

AA N^o 12294

Special Fee Paid \$3.00
Recording Fee Paid 2.00
Total \$5.00

Mr. Clerk - Mail to: T. Aubrey Kemp
Office Building
Hagerstown, Maryland 21740

PAID

alk
Rec. Fee \$ 1.00
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 24 11 47 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. RAYE, CLERK

1.00

ARTICLES OF INCORPORATION
OF
PEACE CHURCH, INC.

FIRST: We the undersigned, Richard E. Bumbaugh, Post Office Box 631, Blue Ridge Summit, Pennsylvania 17214; Drusilla C. Claar, 122 Snider Avenue, Waynesboro, Pennsylvania 17268; Faber Knepper, Potomac and Second Street, Waynesboro, Pennsylvania 17268; Steven A. Provard, 31 East Second Street, Waynesboro, Pennsylvania 17268; Rueanna F. Roberts, R.D. #3, Waynesboro, Pennsylvania 17268, elected by the members of the congregation of Peace Church to act as trustees in the name of and on behalf of said congregation to manage the estate, property, interest and inheritance of same, and each being at least eighteen 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:

PEACE CHURCH, INC.

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. The congregation to adopt a seal which shall conform with the sections of the Corporation Law of the State of Maryland and shall be circular in form. The name of the congregation, PEACE CHURCH, INC., shall be inscribed around the outer edge of the circle. In the center shall appear the State of incorporation, namely, Maryland, and below the year of incorporation, 1975.
2. The intent of the congregation is to conduct a church for religious purposes of the christian faith and shall be interdenominational in its practices.
3. To adopt Articles of Faith which shall serve as a guideline of behavior and worship to the congregation.

FOURTH: There shall be seven (7) trustees to be elected by the congregation. The qualification, time of election, term, and method and dates of succession of trustees is as follows:

1. A trustee must be at least eighteen years of age, and a member of the body of believers.
2. The present trustees, which are the same persons acting herein as incorporators, shall serve for one (1) year beginning on June 17, 1975. In six (6) months, four (4) new trustees shall be elected by the congregation for a two (2) year term bringing the number of trustees to seven (7).
3. The term of each trustee shall be two (2) years.

4. No trustee shall serve more than two (2) consecutive terms of two (2) years each. Any trustee who intends to serve a second two (2) year term must be approved by unanimous vote of the congregation present at the election held at the annual congregational meeting.

5. The qualification of a trustee are that he or she must be (a) at least eighteen (18) years of age, (b) be a mature and dependable person, and (c) a person who is willing and able to serve and take an active part in his office.

6. Vacancies and filling of vacancy for interim term shall be handled by the remaining trustees with the filling of said vacancy requiring the majority vote of said trustees. The trustee elected to fill a vacancy shall serve the remainder of the unexpired term at which time a new trustee shall be elected at the annual congregational meeting.

FIFTH: The Church shall be located in Washington County, State of Maryland, and the mailing address of the Corporation shall be:

Post Office Box 8
Cascade, Maryland 21719

SIXTH: The resident agent of the Corporation is Charles E. Creager, Esquire, whose address is 1329 Pennsylvania Avenue, Post Office Box 1417, Hagerstown, Maryland 21740, who is a citizen of this State and actually resides therein.

IN WITNESS WHEREOF, we, the trustees, have signed these Articles of Incorporation on July 16, 1975.

Richard Bumbaugh
Richard Bumbaugh

WITNESS: Elizabeth A. Provard

Faber Knepper
Faber Knepper

Steven A. Provard
Steven A. Provard

Drusilla C. Claar
Drusilla C. Claar

STATE OF: Maryland
COUNTY OF: Washington

Rueanna Roberts
Rueanna Roberts

I HEREBY CERTIFY that on July 16, 1975, before the subscriber, a notary public of the State of Maryland, in and for the County of Washington personally appeared Richard Bumbaugh, Faber Knepper, Steven A. Provard, Drusilla C. Claar and Rueanna Roberts, 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.

Charles E. Creager
Notary Public



ARTICLES OF INCORPORATION
OF
PEACE CHURCH, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 17, 1975, at 3:00 o'clock P.M. as in conformity
with law and ordered recorded.

A 42663

Recorded in Liber 2194, folio 3 556, 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 H. Keller



PAID
Rec. Fee \$ 2.50
Dues Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 24 11 47 AM '75

LIBER _____ FOLIO _____

LAND
VAL. RECORDED CLERK

2.50

Received for record: October 24, 1975
Time: 11:47 A.M. Liber: 24

OCT 24-75 B# 18786 *****5.25

ARTICLES OF INCORPORATION
OF
BARNEY'S TIRE SERVICE, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Andrew W. Barnhart, whose post office address is Box 107 A Route 2, Williamsport, Maryland 21795; and Carolyn L. Barnhart, whose post office address is Box 107 A Route 2, 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 BARNEY'S TIRE SERVICE, INC.

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

(a) To manufacture, buy, sell, import, export and generally deal in tubes and tires for automobiles, motorcycles, bicycles, tractors, and vehicles of all kinds and descriptions, whether the said tires be made of rubber, metal, composition or other material or combination of materials; and also to deal in minor automobile service and repair together with the purchase and sale of all automotive parts in connection therewith and performance of labor thereon.

(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 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 re-issue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge

or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock; voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

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

otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

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

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

The 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 1413 Pennsylvania Avenue, Hagerstown, Maryland 21740. The resident agent of the Corporation is John A. Bopp whose post office address is 107 Bower Avenue, Route 2 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 one thousand (1,000) shares of the par value of One Hundred (\$100.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The number of directors of the Corporation shall be three, which number may be increased pursuant to the by-Laws of the Corporation but shall never be more than five; the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Andrew W. Barnhart, Carolyn L. Barnhart and John A. Bopp.

(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 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 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-class-

ification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of

Incorporation this *1st* day of *July*, 1975

WITNESS:

Andrew W. Barnhart (SEAL)
Andrew W. Barnhart

Carolyn L. Barnhart

Carolyn L. Barnhart (SEAL)
Carolyn L. Barnhart

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, THAT on this *1st* day of *July*, 1975, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Andrew W. Barnhart and Carolyn L. Barnhart, and acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.

Carolyn L. Shank
Notary Public



My commission expires:

7/1/78

ARTICLES OF INCORPORATION
OF
BARNEY'S TIRE SERVICE, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 11, 1975 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 42553

9

Recorded in Liber 2193, folio 254, 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 H. Keller



PAID

Rec. Fee

\$ 51.25

Exc. Tax

\$

Trans. Tax

\$

TOTAL . . . \$

LIBER

FOLIO

LAND

VAUGHN J. BAKER, CLERK

OCT 24 11 47 AM '75
MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

Received for record: October 24, 1975
Time: 11:47 A.M. Liber: 24

603

OCT 24-75 Bz 18787 *****3.75

ARTICLES OF AMENDMENT

ORTHOPEDIC ASSOCIATES, DRs. DOBBIE, BANKS & ALTIZER, P.A.

THIS IS TO CERTIFY:

FIRST: That the Board of Directors of Orthopedic Associates, Drs. Dobbie, Banks & Altizer, P.A., a Maryland Professional Corporation, having its principal offices at 127 King Street, Hagerstown, Maryland, 21740, at a meeting duly convened and held on June 13, 1975, adopted the following resolution:

"RESOLVED, that it is advisable to amend the Charter of the Corporation by amending and changing the Corporate Name of said Corporation to read as follows:

"Orthopaedic Associates,
Drs. Dobbie, Banks, Altizer & Hobbs, P.A."

SECOND: That a proper notice was duly given to all stockholders of record, entitled to vote thereon, setting forth the proposed amendment upon which action would be taken at an Annual Meeting of Stockholders slated for June 13, 1975 at 3:00 P.M.

THIRD: That said annual meeting of Stockholders was held as aforesaid and said amendment was unanimously approved by all stockholders entitled to vote thereon.

IN WITNESS WHEREOF, Orthopedic Associates, Drs. Dobbie, Banks & Altizer, P.A. has caused these presents to be signed in its name and on its behalf by its President's signature witnessed by its Secretary this *9th* day of *July*, A.D., 1975.

Orthopedic Associates, Drs.
Dobbie, Banks & Altizer, P.A.

Attest:

T. J. Altizer, MD
Secretary

By *John J. Dobbie*
President

STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:

I HEREBY CERTIFY, that on this *9th* day of *July*, A.D., 1975, before me, the subscriber, a Notary Public of the State

of Maryland in and for the County of Washington, personally appeared John J. Dobbie, President of Orthopedic Associates, Drs. Dobbie, Banks & Altizer, P.A., a Maryland Professional Corporation, and on behalf of the Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of the Corporation, and at the same time personally appeared Tom J. Altizer, Secretary of said Corporation, acknowledging as Secretary that meetings of the Board of Directors and Stockholders were held and action taken as presented in the Articles of Amendment, the same being true to the best of his information, knowledge and belief.

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

Doula A. Kendler
Notary Public



My Commission Expires:
July 1, 1978

ARTICLES OF AMENDMENT

OF

ORTHOPEDIC ASSOCIATES, DRs. DOBBIE, BANKS & ALTIZER, P. A.

changing its name to:

ORTHOPAEDIC ASSOCIATES, DRs. DOBBIE, BANKS, ALTIZER & HOBBS, P. A.

approved and received for record by the State Department of Assessments and Taxation of Maryland July 11, 1975 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 42540

3

Recorded in Liber 2197, folio 313, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



PAID

Rec. Fee \$ 3.25
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

Oct 24 11 47 AM '75

LIBER _____ FOLIO _____
LAND
VAUGHN J. BAKER, CLERK

Received for record: October 24, 1975
Time: 11:47 A.M. Liber: 24

OCT 24 75 BE 18786 *****3.75

ARTICLES OF INCORPORATION
OF
WEAVER'S RESTAURANT, INC.
A CLOSE CORPORATION

THIS IS TO CERTIFY:

That the undersigned Daniel W. Moylan, 100 West Washington Street, Hagerstown, Maryland, being of full legal age and sui juris, is hereby forming a corporation under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations.

ARTICLE I. The name of the Corporation (which is hereafter called the Corporation) is: WEAVER'S RESTAURANT, INC.

ARTICLE II. The purposes for which this Corporation is formed and the business and objects to be carried on and promoted by it are as follows:

- (1) To operate, manage and maintain restaurants, including carry-out sales and also for consumption on premises, of food and beverages.
- (2) To engage in the retail and wholesale food business, including carry-out and off premise sales of any and all types of foodstuffs and beverages.
- (3) To engage in the catering business including private parties at the restaurant premises and elsewhere.
- (4) To improve, manage and operate and to sell, convey, assign, mortgage or lease any real estate and any personal property in furtherance of any one or more of the purposes of the corporation; to borrow money and issue evidences of indebtedness and furtherance of any and all the objects of the Corporation and to furnish security for the same by mortgage, deed of trust, pledge or other type of lien.
- (5) To enter into, perform and carry out contracts of any kind necessary to or in connection with or incidental to the accomplishment of any one or more of the purposes of the Corporation.
- (6) To engage in and carry on any other business which may be conveniently conducted in conjunction with any of the business of the Corporation.

(7) The foregoing enumeration of the business, objects and purposes of the Corporation is made in furtherance and not in limitation of the general laws governing corporations and is not intended to limit the authority granted to corporations under the Annotated Code of Maryland as amended from time to time.

ARTICLE III. The principal office of the Corporation in the State of Maryland will be maintained at 77 West Main Street, Hancock, Maryland; the present post office address is 77 West Main Street, Hancock, Maryland 21750. The resident agent of the Corporation is Hazel V. Souders, whose post office address is 77 West Main Street, Hancock, Maryland 21750. Said resident agent is a citizen of the State of Maryland and actually resides therein.

ARTICLE IV. The Corporation shall have three directors and Hazel V. Souders, S. Elmer Souders and Jerry L. Souders shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

ARTICLE V. The total number of shares of all classes of stock that the Corporation has authority to issue is ten thousand (10,000), each having a par value of Ten Dollars (\$10.00), the aggregate value of all shares being One Hundred Thousand Dollars (\$100,000).

ARTICLE VI. The duration of the Corporation shall be perpetual.

ARTICLE VII. The Corporation is a close corporation authorized by Section 100, Article 23 of the Annotated Code of Maryland.

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

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

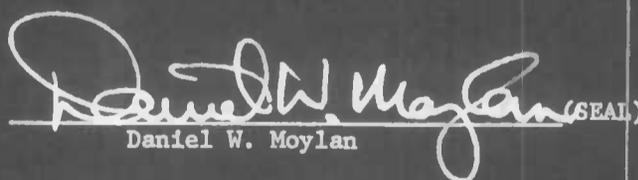
(2) The Board of Directors shall have power, from time to time,

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.

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

(4) 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 30th day of June , 1975.


Daniel W. Moylan (SEAL)

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on this 30th day of June, 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Daniel W. Moylan who acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and Notarial Seal.

Commission Expires

July 1, 1978

Geraldine M. L...
Notary Public



ARTICLES OF INCORPORATION
OF
WEAVER'S RESTAURANT, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 8, 1975 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 42447

Recorded in Liber 2191, folio 5
624, 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



PAID

Rec. Fee \$ 3.25
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 24 11 47 AM '75

LIBER _____ FOLIO _____

LAND VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION

OF

NEWKAP, INC.

THIS IS TO CERTIFY:

FIRST: That I, the undersigned, Burton R. Brown, whose Post Office address is 1734 Edgewood Hill Circle, Hagerstown, Maryland 21740, being over the age of eighteen years, do hereby form a corporation under and by virtue of the general laws of the State of Maryland.

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

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

- a. To manufacture and distribute camper and utility caps for pick-up trucks.
- b. 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.
- c. 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.
- d. 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.

e. 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.

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, to facilitate it in the transaction of its aforesaid business, or any part thereof or in the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of its property and rights, not contrary to the laws of the State of Maryland. The said Corporation shall enjoy and exercise all of the powers and the rights conveyed by statute upon the Corporation, and the enumeration of the specific powers in these Articles of Incorporation are in furtherance of and not in limitation of the general powers conferred by law.

FOURTH: The Post Office address of the principal office of the Corporation in this State is: Post Office Box 1322, Route 40 East, Hagerstown, Maryland 21740. The name and Post Office address of the Resident Agent of the Corporation in this State is: Burton R. Brown, 1734 Edgewood Hill Circle, Hagerstown, Maryland 21740. Said Resident Agent is an individual actually residing in this State at the address herein set forth.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is two thousand (2,000) shares of the par value of Fifty (\$50.00) Dollars a share, all of one class, and having an aggregate par value of One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The number of Directors of the Corporation shall be three, which number may be increased or decreased, pursuant to the By-Laws of the Corporation. and the laws of the State of Maryland. The names of the Directors who shall act until the first annual meeting, or until their successors are duly elected and qualify, are: Burton R. Brown, Janice J. Brown, and Barbara A. Ryan.

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.

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 other corporation, and no act of this Corporation shall in any way be effected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in, or are Directors or Officers of, such other corporation; and any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or the majority thereof; and any Director of this Corporation who is also a Director or Officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which authorizes any such contract or transaction, with like force and effect as

if he were not such Director or Officer of such other corporation or not so interested.

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 a corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 28 day of June, 1975.

WITNESS:

Carol A. Miller

Burton R. Brown

Burton R. Brown

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

I HEREBY CERTIFY, That on this 28th day of June, 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Burton R. Brown, and he acknowledged the foregoing Articles of Incorporation to be his act.

IN WITNESS WHEREOF, I have hereunto set my hand and Official Notarial Seal.

Carol A. Miller
Notary Public



My Commission Expires:

July 1, 1978

ARTICLES OF INCORPORATION

OF
NEWKAP, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 2, 1975, at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 42309

Recorded in Liber 2190, folio 497⁵, 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



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 24 11 47 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. PARKER, CLERK

ARTICLES OF DISSOLUTION '75

Martin Manor Rest Home, 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 hereinabove set forth, and the post office address of the principal office of the Corporation in the State of Maryland is 1300 Virginia Avenue, 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 Mrs. Audrey L. Johns, 1300 Virginia Avenue, Hagerstown, Maryland. Said resident agent is an individual actually residing in this State.

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

Audrey L. Johns, 1300 Virginia Avenue, Hagerstown, Maryland
David L. Brown, 1300 Virginia Avenue, Hagerstown, Maryland
Charles C. Grice, Grice Building, Hagerstown, Maryland

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

Audrey L. Johns	President	1300 Va. Ave., Hagerstown, Maryland.
David L. Brown	Vice-Pres.	1300 Va. Ave. Hag. Md.
Charles C. Grice	Sec.	Grice Bldg., Hag. Md.
Audrey L. Johns	Treas.	1300 Va. Ave., Hag. Md.

SIXTH: A majority of the entire board of directors of the Corporation, at a meeting duly convened and held on May 1, 1974, 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 stockholders of the Corporation to be held on May 15, 1974.

SEVENTH: Notice stating that a purpose of the meeting of stockholders would be to take action upon the proposed dissolution was given, as required by law, to all stockholders of the Corporation entitled to vote thereon. The dissolution of the Corporation as so proposed was authorized by the stockholders of the Corporation at said meeting by the affirmative vote of all stockholders for one class entitled to vote.

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 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:

Harry Snook, Tax Collector State & County Real Estate Tax
1974-75
Dept. of Assess. & Taxation - Md. Franchise & Personal Property
Tax - Period ending Dec. 31, 1973 & 1974
NINTH: The Corporation has no known creditors as of this date.

IN WITNESS WHEREOF, Martin Manor Rest Home, Incorporated, has caused these presents to be signed in its name and on its behalf by its resident and its corporate seal to be hereunto affixed and attested by its

Secretary, on this 14th day of May, A. D. 1975.

(1957)
ATTEST:
Charles C. Grice
Charles C. Grice, Secretary

MARTIN MANOR REST HOME,
INCORPORATED

By *Audrey L. Johns*
Audrey L. Johns, President

CHARLES C. GRICE
ATTORNEY AND COUNSELLOR
AT LAW
HAGERSTOWN, MD. 21740
GRICE BUILDING
(301) 738-4488

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 14th day of May, A. D. 1975, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Audrey L. Johns, President of Martin Manor Rest Home, Incorporated, 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 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 her knowledge, information and belief.

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

Charlotte E. Schulberger
Notary Public

My Comm. Ex: July 1, 1978



STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the

MARTIN MANOR REST HOME, INCORPORATED

were received for record on, July 1, 1975,

in accordance with the provisions of Sec. 77 of Art. 23 of the Code (1957 Edition).

William H. Riley, Jr.

Director

Hugh K. Troxell
TREASURER
OF
WASHINGTON COUNTY, MD.
Hagerstown, Maryland 21740

June 27, 1975

RE: Dissolution - Martin Manor Rest Home Inc.

This is to certify - That the books and records of the County Treasurer for Washington County show that all taxes levied on assessments made by the Maryland State Department of Assessments and Taxation and billed by and payable to the County Treasurer for Washington County by

Martin Manor Rest Home Inc.

have been paid to and including the fiscal year July 1, 1974 to June 30, 1975.

Witness the hand and seal of Harry C. Snook, County Treasurer for Washington County, this 27th day of June A.D., 1975.

Harry C. Snook SEAL
Harry C. Snook
Treasurer for Washington County, Md.

JUN 1 9 38 AM '75



STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
P. O. BOX 466 PHONE 267-5819
ANNAPOLIS, MARYLAND 21404

LOUIS L. GOLDSTEIN
COMPTROLLER
BERNARD F. NOSSEL
CHIEF DEPUTY

GENERAL ACCOUNTING DIVISION

ARNOLD G. HOLZ, C.P.A.
DIVISION CHIEF

JUN 23 9 27 AM '75

THIS IS TO CERTIFY, That the books of the
State Comptroller's Office and of the Department of
Employment Security, as reflected in their certifi-
cation to the State Comptroller, show that all taxes
and charges due the State of Maryland, payable through
the said offices as of the date hereof by
MARTIN MANOR REST HOME, INCORPORATED
have been paid.

WITNESS my hand and official seal this
Nineteenth day of June A.D. 1975

Mary Ellen Hopkins
Deputy Comptroller



ARTICLES OF DISSOLUTION

621

OF

MARTIN MANOR REST HOME, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland July 1, 1975, at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 42341

2196 6
~~2190~~ ~~687-39~~

Recorded in Liber ~~2190~~, folio ~~687-39~~, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Special Fee
Bonus tax paid \$15.00 Recording fee paid \$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



PAID
Rec. Fee \$ 3.75
Rec. Tax \$
Trans. Tax \$
TOTAL \$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
OCT 24 11 47 AM '75
LIBER _____ FOLIO _____
LAND _____
VALUATION CLERK

Received for record: October 24, 1975
 Time: 11:47 A.M. Liber: 24

OCT 24-75 BE 18791 *****3.75

BIG POOL HOLSTEIN FARMS, INC.

ARTICLES OF DISSOLUTION

Big Pool Holstein Farms, Inc., a Maryland corporation, (hereinafter called 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 Big Pool Holstein Farms, Inc., and the post office address of the principal office of the corporation is 142 North Avenue, Hagerstown, Maryland 21740.

THIRD: The name and post office address of the resident agent 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 are: Mr. Stephen W. Fink, 142 North Avenue, Hagerstown, Maryland, 21740. Said resident agent is an individual actually residing in this state.

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

<u>Name</u>	<u>ADDRESS</u>
Josephine Fink	142 North Avenue, Hagerstown, Maryland 21740
Stephen W. Fink	142 North Avenue, Hagerstown, Maryland 21740
Gleason Ensminger	1202 W. Washington Street, Hagerstown, Maryland 21740

FIFTH: The name and post office address of each of the officers of the corporation are as follows:

President & Treasurer - Josephine Fink, 142 North Ave., Hag., Md. 21740

Vice President & Secretary - Stephen W. Fink, 142 North Ave., Hag., Md.
21740

SIXTH: A majority of the entire Board of Directors, at a special meeting of the board of the corporation duly convened and held on 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

SEVENTH: The stockholders duly waived notice of the special stockholders meeting to take action on the proposed dissolution of the corporation.

EIGHTH: The dissolution of the corporation as so proposed was authorized by the stockholders of the corporation at said meeting by an affirmative vote of two-thirds of the stock entitled to vote 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 a 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 certificate of the Comptroller of the Treasury of the State of Maryland and every collector 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 Department and billed by and payable to such collecting authorities by the corporation have been paid or provided for in a manner satisfactory to the Comptroller and such authorities, respectively, except taxes barred by Sec. 212 of Article 81 or otherwise, but including taxes billed for the year in which the dissolution is to be effected:

IN WITNESS WHEREOF, Big Pool Holstein Farms, Inc. has caused Articles to be signed in its name and on its behalf by its President or Vice President and its corporate seal to be hereunto affixed and attested by its secretary or one of its assistant secretaries this 20th day of May, 1975.

ATTEST:

Stephen W. Fink
Secretary
Stephen W. Fink

BIG POOL HOLSTEIN FARMS, INC.

her
By Josephine Fink
mark Josephine Fink
President

Witness as to mark:
Geraldine M. Lum

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this *20th* day of *May*, 1975,
 before me, the subscriber, a Notary Public of the State of Maryland, in and
 for Washington County, personally appeared Josephine Fink, President of
 Big Pool Holstein Farms, Inc., a Maryland corporation, and in the name and
 on behalf of said corporation acknowledged the foregoing Articles of Dissolution
 to be the corporate act of said corporation, and at the same time personally
 appeared Stephen W. Fink, and made oath in due form of law that he was
 secretary of the meeting of the Board of Directors of the said corporation
 at which the dissolution of the corporation therein set forth was authorized,
 and that the matters and facts set forth in said Articles of Dissolution are
 true to the best of his knowledge, information and belief.

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

Geraldine M. Lum
 Notary Public

Comm. Exp. July 1, 1978



STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the

~~BIG POOL HOLSTEIN FARMS, INC.~~

were received for record on July 9, 1975,

in accordance with the provisions of Sec. 77 of Art. 23 of the
 Code (1957 Edition).

William H. Riley, Jr.

Director



STATE OF MARYLAND
 COMPTROLLER OF THE TREASURY
 STATE TREASURY BUILDING
 P. O. BOX 468 PHONE 267-5805
 ANNAPOLIS, MARYLAND 21404

LOUIS L. GOLDSTEIN
 COMPTROLLER
 BERNARD F. NOSSEL
 CHIEF DEPUTY
 ROBERT L. SWANN
 ASSISTANT TO COMPTROLLER
 J. BASIL WISNER
 ASSISTANT TO 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

BIG POOL ROSTEIN FARMS, INC.

have been paid.

WITNESS my hand and official seal this

SEVENTH

day of July

A.D. 1975 .



Mary Ellen Hopkins
 Deputy Comptroller

ARTICLES OF DISSOLUTION
OF
BIG POOL HOLSTEIN FARMS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 9, 1975, at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 42478

Recorded in Liber 2192, folio 372⁵, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Special Fee ~~Recorded~~ \$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 H. Keller



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
-TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 24 11 47 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN _____ CLERK

BYRD'S AUTO EXCHANGE, INCORPORATED

ARTICLES OF AMENDMENT

OCT 24-75 B# 18792 *****3.75

BYRD'S AUTO EXCHANGE, INCORPORATED, a Maryland corporation having its principal office in Washington County, Maryland (hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The charter of the Corporation is hereby amended by striking out Article 2 and inserting in lieu thereof the following:

2: The name of the Corporation is KEN BYRD'S AUTO SALES, INC.

SECOND: The board of directors of the Corporation, at a meeting duly convened and held on May 23, 1975, 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 May 23, 1975.

THIRD: Notice setting forth the said amendment of charter and stating that a purpose of the meeting of the stockholders would be to take action thereon, was given as required by law, to all stockholders of the Corporation entitled to vote thereon; and like notice was given to all stockholders of the Corporation not entitled to vote thereon, whose contract rights as expressly set forth in the charter would be altered by the amendment. The amendment of the charter of the Corporation as hereinabove set forth was approved by the stockholders of the Corporation at said meeting by the affirmative vote of two-thirds of each class of stock entitled to vote thereon.

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, BYRD'S AUTO EXCHANGE, INCORPORATED 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 May 23, 1975.

Attest:

Dorothy I. Byrd
Secretary

BYRD'S AUTO EXCHANGE, INCORPORATED

Kenneth W. Byrd Pres.
By: Kenneth W. Byrd
President

STATE OF MARYLAND,
ss:
COUNTY OF WASHINGTON,

I HEREBY CERTIFY that on May 23, 1975, before me the subscriber, a notary public of the State of Maryland in and for the County of Washington, personally appeared Kenneth W. Byrd, President of Byrd's Auto Exchange, Incorporated, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation and 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.

Louise Baker
Notary Public

My Commission expires 7-1-78



Handwritten note: Kenneth W.

ARTICLES OF AMENDMENT

OF

BYRD'S AUTO EXCHANGE, INCORPORATED

changing its name to:

KEN BYRD'S AUTO SALES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland July 15, 1975 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 42621

Recorded in Liber 2194, folio 156, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 24 11 47 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

ARTICLES OF AMENDMENT

OF

BEAVER, INCORPORATED

BEAVER, INCORPORATED, 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 is hereby amended to add to the purposes clause of the Articles of Incorporation by inserting in paragraph THIRD the following:

"(h) To manufacture, produce, prepare, purchase, import, export, sell and generally to deal in any and all kinds of marble, wood, metal or synthetic material, products and fixtures and in all ingredients, products and compounds thereof and in any materials that now are or may hereafter be used in connection with such manufacture."

SECOND: The Charter of the Corporation is hereby amended to change the capitalization of the corporation by striking out paragraph FIFTH of the Articles of Incorporation, and inserting in lieu thereof the following:

"FIFTH: (a) The total number of shares of stock of all classes which the corporation has authority to issue is Fifty Thousand Two Hundred Fifty (50,250) shares, divided into Two Hundred Fifty (250) shares of preferred stock of par value of One Thousand Dollars (\$1,000.00) each, and Fifty Thousand (50,000) shares of common stock of the par value of One Dollar (\$1.00) each. The shares of common stock shall be all of one class. All voting powers shall be vested in the holders of the common stock with the privilege of cumulative voting the same.

(b) The preferred stock shall be nonvoting and shall entitle the holder thereof to receive out of the surplus of the Corporation a noncumulative dividend at the rate of ten (10%) per cent per annum, payable annually, before any dividend shall be set apart or paid on the common stock for such year, and the remainder of the surplus or net earnings applicable to the payment of dividends shall be distributed as dividends among the holders of the common stock, as and when the Board of Directors determine.

(c) In case of liquidation, dissolution, or distribution of assets of the Corporation, the holders of preferred stock shall be paid the par value amount of such preferred shares before any amount shall be payable to the holders of the common stock; and after the payment of the par value amount of such preferred shares to the holders thereof, the balance of the assets and funds of the Corporation shall be distributed wholly among the holders of the common stock."

The Board of Directors of the Corporation at a special meeting duly convened and held on MAY 19, 1975 adopted a Resolution in which was set forth the foregoing Amendment to the Charter, and that the Board of Directors and the Stockholders of the Corporation approved said Amendment by unanimous written consent.

IN WITNESS WHEREOF, BEAVER, INCORPORATED has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on the 11 day of JULY, 1975.

ATTEST:

James O. Beaver
James O. Beaver, Secretary

BEAVER, INCORPORATED

BY Park O. Beaver, Jr.
Park O. Beaver, Jr., President

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

I HEREBY CERTIFY, that on this 11 day of July, 1975, before me, the subscriber, a Notary Public in and For the State and County aforesaid, personally appeared Park O. Beaver, Jr., President of BEAVER, INCORPORATED, a Maryland corporation and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation and 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 Official Notarial Seal the day and year last above written.

Shelby Crawford
Notary Public

Comm. Exp. July 1, 1978

ARTICLES OF AMENDMENT
OF
BEAVER INCORPORATED

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 28, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 42966

Recorded in Liber 2198, folio 289³, 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. Kella



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 28 10 40 AM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN BAKER CLERK

Received for record: October 28, 1975
Time: 10:40 A.M. Liber: 24

OCT 28 1975 18946 *****375

ARTICLES OF INCORPORATION
OF
* RICHARDS' MARKET, INC.

THIS IS TO CERTIFY:

FIRST: I, Stephen P. Bourexis, whose post office address is South Carroll Professional Building, 1137 Liberty Road, Sykesville, Maryland 21784, and being at least eighteen (18) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of Corporations hereby form this corporation.

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

RICHARDS' MARKET, INC.

THIRD: The purpose for which the Corporation is formed is as follows:

To establish, purchase, lease as lessee, or otherwise acquire, to own, operate, and maintain, and to sell, mortgage, deed in trust, lease as lessor, and otherwise dispose of retail stores or departments therein; to buy, sell, trade, manufacture, deal in and with goods, wares and merchandise of every kind and nature, and to carry on such business as wholesalers, retainers, importers, and exporters; to acquire all such merchandise, supplies, materials, and other articles as shall be necessary or incidental to such business, and to have any and all powers above set forth as fully as natural persons, whether as principals, agents, trustees, or otherwise; and also to have the following power, but not limited to the following:

1. To merchandise, sell, offer for sale, and distribute at wholesale and retail, foods and foodstuffs of all kinds and descriptions, whether in bulk, package, bottle, or can, including beverages of all kinds and for all purposes, and to generally deal in groceries and grocery products.

2. To engage in and operate a general hardware store and to deal in, buy, and sell general hardware, electrical and gas appliances, housewares, toys, general merchandise including paints and painting supplies, but no excluding any other articles of merchandise sometimes dealt in by hardware establishments.

3. To buy, sell, and deal in all kinds, forms and combinations of steel, iron, or other metals, and in the products of steel, iron, or other metals, and to conduct general jobbing, distributing, and sales.

4. To engage generally in the wholesale and retail business of office supplies and stationery, and to do and engage in any and all activities directly and indirectly advisable for the general purposes of the Corporation.
5. To engage in the buying, 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.
6. To carry on a general radio and television sales establishment for the wholesale and retail sale, servicing, leasing, and supplying of all types and kinds of radio and television sets, record players, tape players, and similar appliances; and to service and supply such products with parts and accessories.
7. To purchase, sell, and otherwise deal in cigars, cigarettes, tabaccos, pipes, and smokers' articles, both at wholesale and retail, and to do whatever is necessary and expedient in the operation of such business.
8. To conduct and carry on the business of buying, selling and dealing in all kinds of fresh fish, fresh fish parts, fish products, clams, crabs, oysters, lobsters, shrimps, scallops, mollusks, crustaceans, and sea foods of any and all kinds; and to dress, cure, preserve, pack, store, and market all kinds of food and other substances taken from salt and fresh water.
9. To engage in the business of buying and selling cameras, photo supplies, films, plates, photographs, picture cards, and all other materials, appliances, supplies, and other articles necessary or convenient in connection with the said business and incidental thereto.
10. To conduct and carry on in all of its branches the business of buying, selling, and dealing in and with books of any and all kinds, whether new or old, and manuscripts, prints, engravings, lithographs, pamphlets, writings, publications, and similar goods or merchandise; to conduct the business of an agency in all of its branches for any and all of said goods or merchandise and to acquire and carry on a selling agency or agencies for the sale of any and all merchandise pertaining or relating to books, manuscripts, prints, engravings, lithographs, pamphlets, writings, and similar goods or merchandise.
11. To buy, sell, import, export, store, warehouse, distribute, process, manufacture, fabricate, market, and trade in and with, at wholesale and retail, and in every other manner, floor supplies and materials of every kind and character, and all equipment, goods, and materials of every kind and character used in the construction, building, repair, alteration, and maintenances of floors of every kind and character.
12. To own, lease and operate a general merchandising business, both wholesale and retail, of buying and selling of all kinds of flowers, floral bouquets, floral properties, ornamental shrubs and plants, baskets and other containers, and related products.

13. To carry on and conduct in all its branches and departments, as principal or agent, the business of retail and wholesale merchants of furniture, fixtures, household appliances and household furnishings of every type and character and all business incidental or in any way connected therewith.

14. To publish art catalogues and other material related to the arts; and to buy, sell, import, export, and deal generally in artists' colors, picture frames, paint brushes, canvas, and any other instruments, articles, and ingredients relating to the arts.

And, further, to engage in business of every nature and description related to said business, pursuant to, and in accordance with Article 23, Section 9, of the Annotated Code of Maryland, as amended herein from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is Virginia Avenue, Hagerstown, Maryland 21740.

The name and post office address of the resident agent of the Corporation in this State is Mr. Richard A. Ganjon, Jr., 7417 Village Road Apartments, Apartment No. 12, Sykesville, Maryland 21784. Said resident agent is a citizen of the State of Maryland and actually resides therein.

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

SIXTH: The number of directors of the Corporation shall be 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: Richard A. Ganjon, Jr., Richard K. Paul and Richard S. Paul.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 15th day of July, 1975.

TEST:

Richard A. Ganjon, Jr. Richard K. Paul (SEAL)

STATE OF MARYLAND)
) To Wit:
COUNTY OF CARROLL)

I HEREBY CERTIFY that on this 15th day of July,
1975, before me, the subscriber, a Notary Public of the State of
Maryland, in and for the County of Carroll, personally appeared
STEPHEN P. BOUREXIS and acknowledged the foregoing Articles of
Incorporation to be his act.

My Commission Expires



Ruth Ann Duval
NOTARY PUBLIC

ARTICLES OF INCORPORATION
OF
RICHARDS' MARKET, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 7, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 43212

Recorded in Liber 5 2200, folio 466, 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



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 28 10 40 AM '75

LIBER _____ FOLIO _____

LAND _____
V. BAKER, CLERK

ARTICLES OF INCORPORATION
OF
TRISTATE INTERNATIONAL SALES CORPORATION

THIS IS TO CERTIFY THAT:

FIRST: The undersigned, James J. Hanks, Jr., whose post office address is 19th Floor, 10 Light Street, Baltimore, Maryland 21202, being at least eighteen (18) years of age, does hereby form a corporation under the general laws of the State of Maryland.

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

TRISTATE INTERNATIONAL SALES CORPORATION

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

(a) To engage in the business of purchasing, selling, exchanging, leasing, renting or otherwise disposing of export property as that term is defined by Section 993(c) of the Internal Revenue Code of 1954, as amended;

(b) In general, to carry on any other lawful business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interests of the Corporation or which shall be conducive to or expedient for the protection or benefit of the Corporation.

The foregoing enumeration of the purposes objects and business of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation by law, and it is not intended, by the mention of any particular purpose, object or business mentioned, to limit or restrict any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation, and the said Corporation shall have, enjoy and exercise all of the powers and rights now or hereafter conferred by statute upon corporations.

FOURTH: The post office address of the principal office of the Corporation in this State is 174 Dual Highway, Hagerstown, Maryland 21740. The Resident Agent of the Corporation is Robert L. Weinberg, whose post office address is 19th Floor, 10 Light Street, Baltimore, Maryland 21202. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have a Board of three (3) Directors, which number may be increased or decreased in accordance with the By-Laws of the Corporation, but shall never be less than three (3); the names of the Directors who shall act as such until the first annual meeting of the Stockholders or until their successors are duly chosen and qualify are:

Robert L. Weinberg
Mark D. Coplin
James J. Hanks, Jr.

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

SEVENTH: In carrying on its business, or for the purpose of attaining or furthering any of its objects, the Corporation shall have all of the rights, powers and privileges granted to corporations by the laws of the State of Maryland, and the power to do any and all acts and things which a natural person or partnership could do and which may now or hereafter be authorized by law, either alone or in partnership or conjunction with others. In furtherance and not in limitation of the powers conferred by statute, the powers of the Corporation and of the Directors and Stockholders shall include the following:

(a) Any Director individually, or any firm of which any Director may be a member, or any corporation or association of which any Director may be an officer or director or in which any Director may be interested as the holder of any amount of its capital stock or otherwise, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud no contract or other transaction shall be thereby affected or invalidated; provided that in case a Director, or firm of which a Director is a member, or a corporation or association of which a Director is an officer or director or in which a Director is interested as the holder of any amount of its capital stock or

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

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

(c) Except as otherwise provided in this Charter or by the By-Laws of the Corporation, as from time to time amended, the business of the Corporation shall be managed by its Board of Directors, which shall have and may exercise all the powers of the Corporation except such as are by law or this Charter or the By-Laws conferred upon or reserved to the Stockholders. Additionally, the Board of Directors of the Corporation is hereby specifically authorized and empowered from time to time in its discretion:

(1) To authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock, of any class or classes, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the By-Laws of the Corporation;

(2) By articles supplementary to this Charter, to classify or reclassify any unissued shares by fixing or altering in any one or more aspects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

EIGHTH: No holder of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any

nature; provided, however, that the Board of Directors may, in authorizing the issuance of stock of any class, confer any preemptive right that the Board of Directors may deem advisable in connection with such issuance.

NINTH: Except as the By-Laws may otherwise provide, the Corporation shall indemnify any person against reasonable expenses to the extent that he has been successful in defense of any action, suit or proceeding to which he was made a party by reason of his serving or having served the Corporation, or any other entity at the request of the Corporation, in any capacity, while an officer or director of the Corporation. Except as the By-Laws may otherwise provide, no other indemnification shall be provided for any officer or director and no indemnification shall be provided for any employee or agent of the Corporation, unless the Board of Directors shall, in its discretion, subject to the By-Laws, so direct.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, and I acknowledge the same to be my act on this 5th day of August, 1975.


James J. Hanks, Jr.

ARTICLES OF INCORPORATION
OF
TRISTATE INTERNATIONAL SALES CORPORATION

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 5, 1975, at 3:00 o'clock P.M. as in conformity
with law and ordered recorded.

A 43174

5
Recorded in Liber 2700, folio 253, 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.

Barbara H. Keller



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

Oct 28 10 40 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. PAPER, CLERK

AUG 5 9 22 AM '75

CHARLTON ELEVATOR COMPANY, INC.

Charlton Elevator Company, Inc., a Maryland corporation having its principal office in Washington County, Maryland (hereinafter called the Corporation), hereby certifies to the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, That:

FIRST: The Charter of the Corporation was forfeited on April 18, 1973 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 Charlton Elevator Company, Inc.

THIRD: The name by which the Corporation will hereafter be known is Charlton Elevator Company, Inc.

FOURTH: a. The postoffice address of the principal office of the Corporation in the State of Maryland is Charlton, Washington County, Maryland, and said principal office is located in the same county in which the principal office of the corporation was located at the time of the forfeiture of its charter.

b. The name and post office address of the resident agent of the corporation in the State of Maryland is Paul J. Green, Pennsylvania Avenue, Walkersville, Frederick 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, this 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 to the Corporation if its charter had not been forfeited.

IN WITNESS WHEREOF, the undersigned, who were respectively the last acting President and Secretary-Treasurer of the Corporation, have signed these Articles of Revival on the 24 day of July, 1975.


 Charles R. Zimmerman,
 Last Acting President


 Paul J. Green, Last Acting
 Secretary-Treasurer

STATE OF MARYLAND, FREDERICK COUNTY, TO-WIT:

I hereby certify that on this 24th day of July, 1975, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Frederick, personally appeared Charles R. Zimmerman, the last acting President, and Paul J. Green, the last acting Secretary-Treasurer of Charlton Elevator Company, Inc., a Maryland corporation, and severally acknowledged the foregoing Articles of Revival to be their act.

Witness my hand and Notarial Seal.




 MARJORIE E. AUBOL NOTARY PUBLIC

ARTICLES OF REVIVAL
OF
CHARLTON ELEVATOR COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 5, 1975, at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 43138

3

Recorded in Liber 2199, folio 713, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Special Fee
~~Not to be 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.

Bushnell H. Bell



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 28 10 40 AM '75

LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER CLERK

BW.

ARTICLES OF INCORPORATION
OF
ASTRON SYSTEMS INC.

THIS IS TO CERTIFY:

FIRST: That I, Clarence E. Jones, Jr., whose post office address is 223 Virginia Avenue, Hancock, Maryland, 21750, being eighteen (18) years of age, do hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

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

(a) To purchase, improve, develop, lease, exchange, sell, dispose of, and otherwise deal in and turn to account, real estate; to purchase, lease, build, construct, erect, occupy, and manage buildings of every kind and character whatsoever; to finance the purchase, improvement, development and construction of land and buildings belonging to or to be acquired by this company, or any other person, firm or corporation.

(b) To engage in the on or off-sale dispensing of alcoholic beverages and food, operating as a bar and restaurant, and generally to purchase or otherwise, acquire restaurants and taverns, and to own, hold, lease, rent or sell such business or businesses.

(c) To merchandise, sell, offer for sale, and distribute at wholesale and retail, foods and foodstuffs of all kinds and descriptions and to generally deal in groceries and grocery products.

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

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

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

(g) 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.

(h) To engage generally in the motel business and related businesses; to plan, design and construct buildings for motel purposes and to buy, sell, and acquire the same; to operate, conduct, and carry on the motel business for the accommodations necessary or desirable to accomplish such purposes, to conduct and carry on the business of providing meals and food for the general public and buying and selling any and all other things necessary

or desirable in connection with the operation of a motel business; to undertake and carry on any business transaction or operation commonly undertaken or carried on by motel operators and generally to institute, enter into, assist, promote and participate in any such business or operation.

(i) To buy and otherwise acquire, to own and hold, manage, operate, improve, develop and sell lands, mining claims, mineral rights, oil wells, and other real estate and interests and rights in and to any of the properties; to buy and sell oil royalties of every kind and character; to rent and lease machinery of every kind and character.

(j) To operate and conduct a service station business in the State of Maryland and elsewhere, and for that purpose to buy, sell and otherwise deal in automotive fuels and supplies, and/or any other kinds of merchandise that may be dealt with in connection with a service station business, and to operate and conduct a motor terminal business in connection with the service station or stations, and to engage in, or deal in, anything which might be deemed advantageous, beneficial or desirable to this corporation.

Wash.
Co.
FOURTH: The post office address of the principal office of the corporation in this State is: 217 Virginia Avenue, Hancock, Maryland, 21750. The name and post office address of the RESIDENT Agent of the corporation in this State is: Louis O. Close, 217 Virginia Avenue, Hancock, Maryland, 21750. The said RESIDENT Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the corporation has authority to issue is 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) Dollars.

SIXTH: The number of directors of the corporation shall be at least three (3), which number may be increased hereafter 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: Floyd R. Resley, Clarence E. Jones, Jr., and Louis O. Close.

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

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

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

3. The Board of Directors shall have the power to mortgage the property of the corporation from time to time, without the approval of the stockholders, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation.

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

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

5. The above granted powers of the corporation and to the Board of Directors thereof are in furtherance of and not in limitation of the general powers conferred by law upon the Directors of the corporation.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 4th day of August, 1975.

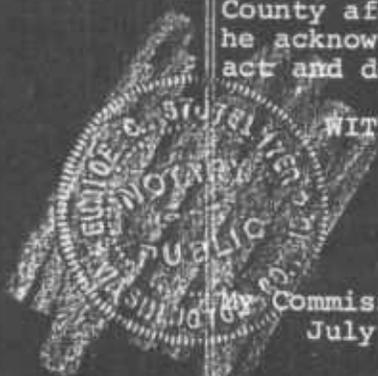
WITNESS:

Clarence E. Jones, Jr. (SEAL)
Clarence E. Jones, Jr.

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

I HEREBY CERTIFY, That on this 4th day of August, 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Clarence E. Jones, Jr., and he acknowledged the foregoing Articles of Incorporation to be his act and deed.

WITNESS my hand and Notarial Seal.



Eunice C. Statelinger
Notary Public

My Commission Expires:
July 1, 1978

ARTICLES OF INCORPORATION
OF
ASTRON SYSTEMS INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 5, 1975, at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 43128

Recorded in Liber 2199, folio 657, 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.

Barbara M. Keller



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
Oct 28 10 40 AM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER, CLERK

WASHINGTON COUNTY ASSOCIATION FOR RETARDED CHILDREN, INC.

Articles of Amendment

WASHINGTON COUNTY ASSOCIATION FOR RETARDED CHILDREN, INC., a Maryland Corporation, having its principal office in Smithsburg, Washington County, Maryland, (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland, That:

Wash Co

FIRST: The Charter of Corporation is hereby amended by addition under "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: "add a new subheading g after existing subheading f. This subheading g shall state "To establish and maintain facilities, residential and day programming, for the care and training of the mentally retarded."

SECOND: The Executive Committee of the Corporation at a meeting duly convened and held on the 3rd day of April, 1975, adopted a resolution in which was set forth the foregoing Amendment of the Charter was advisable and directing that it be submitted for action thereon at the meeting of the members of the Corporation to be held on the 19th day of May, 1975.

THIRD: Notice setting forth the 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, whose contract rights as expressly set forth in the Charter would be altered by the Amendment.

FOURTH: The Amendment of the Charter of the Corporation as hereinabove set forth was approved by the members of the Corporation by the affirmative vote of two-thirds of the members.

8-4-75
930
am

FIFTH: The Amendment of the Charter of the Charter of the Corporation as hereinbefore set forth has been duly advised by the Board of Directors and approved by the members of the Corporation.

IN WITNESS WHEREOF, WASHINGTON COUNTY ASSOCIATION FOR RETARDED CHILDREN, INC., has caused these presents to be signed in its name and on behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on the 9th day of July, 1975.

WASHINGTON COUNTY ASSOCIATION FOR RETARDED CHILDREN, INC.

By A. Romaine Miller
A. Romaine Miller
President

By: Barbara W. Myers
Secretary

State of MARYLAND, WASHINGTON COUNTY, to-wit: -

I HEREBY CERTIFY, That on this 9 DAY OF July, 1975, before me, the subscriber, a Notary Public in and for State and County aforesaid, personally appeared A. Romaine Miller, President of WASHINGTON COUNTY ASSOCIATION FOR RETARDED CHILDREN, 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 Mrs. Barbara Myers 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 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 their knowledge, information and belief.

WITNESS my hand and Official Notarial Seal.

R.R. Shumaker
Notary Public

My commission expires:

July 1 1978



ARTICLES OF AMENDMENT

OF

WASHINGTON COUNTY ASSOCIATION FOR RETARDED CHILDREN, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland August 4, 1975 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 43123

Recorded in Liber 2199, folio 632, 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.

[Handwritten Signature]



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

Oct 28 10 40 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION

OF

JOHN R. SALVATORE, P.A.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, John R. Salvatore, whose Post Office address is Post Office Box 57, Chewsville, Maryland 21721, being at least twenty-one (21) years of age, am hereby forming a professional corporation under and by virtue of the General Laws of the State of Maryland, including the Professional Service Corporation Act as amended.

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

JOHN R. SALVATORE, P.A.

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

(1) To engage in the practice of law in the State of Maryland, including, but not limited to, all civil and criminal trial litigation, consultation, real estate services, administrative law, corporate representation, domestic representation and related services, and all other work necessary and incidental to the practice of law.

(2) To invest its funds in real estate, mortgages, stocks, bonds, and any other types of investments, and to own real and personal property necessary for the rendering of the attorney at law's services.

(3) To do anything permitted in Section 9 of Article 23 of the Maryland Code, as amended from time to time, and as limited by the Professional Service Corporation Act, as amended from time to time.

FOURTH: The Post Office address of the principal office of the Corporation in this State is 214 North Potomac Street, Hagerstown, Maryland 21740. The name and Post Office address of the Resident Agent of the Corporation in this State is John R. Salvatore, Post Office Box 57, Chewsville, Maryland 21721. Said Resident Agent is an individual actually residing in the State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is TWO THOUSAND (2,000) shares of common stock of a par value of FIFTY (\$50.00) DOLLARS per

share, all of one class, and having an aggregate par value of ONE HUNDRED THOUSAND (\$100,000.00) DOLLARS.

SIXTH: The Corporation shall have three (3) directors (which number may be increased, but shall never be less than three (3) pursuant to the By-Laws of the Corporation), and the following named persons shall act as such until the first annual meeting or until a successor or successors are duly chosen and qualify:

John R. Salvatore - Post Office Box 57, Chewsville, Maryland 21721.

Sandra W. Salvatore - Post Office Box 57, Chewsville, Maryland 21721.

John L. Salvatore - 20 Peachtree Lane, Williamsport, Maryland 21795.

SEVENTH: The Board of Directors shall have continuing exclusive authority to make the management decisions necessary to conduct the business of the Corporation.

EIGHTH: This Corporation shall have perpetual existence.

IN WITNESS WHEREOF, I do hereby acknowledge these Articles of Incorporation to be my act this 23rd day of July, 1975.

WITNESS:

Carol A. Miller

John R. Salvatore (SEAL)
John R. Salvatore

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 23rd day of July, 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared John R. Salvatore, and he acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my Hand and Official Notarial Seal.

Carol A. Miller
Notary Public

My Commission Expires:

July 1, 1978



ARTICLES OF INCORPORATION
OF
JOHN R. SALVATORE, P.A.

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 28, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 42935

Recorded in Liber 2198, folio 133, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
OCT 28 10 40 AM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN WATER CLERK

TRISTATE INTERNATIONAL SALES CORPORATION

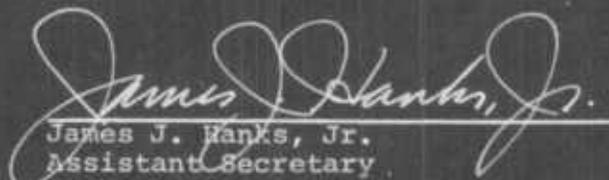
CERTIFIED RESOLUTION

The undersigned, the duly elected Assistant Secretary of Tristate International Sales Corporation, a Maryland corporation, hereby certifies to the State Department of Assessments and Taxation that the following Resolution was adopted by the unanimous consent of all of the Directors of said Corporation on August 5, 1975, and that such Resolution has not been amended or repealed and still remains in full force and effect:

RESOLVED: That the post office address of the principal office of the Corporation in the State of Maryland be, and it hereby is, changed to 1741 Dual Highway, Hagerstown, Maryland 21740.

WITNESS my hand and the seal of this Corporation,
this ^{8th} day of August, 1975.

(SEAL)


James J. Hanks, Jr.
Assistant Secretary

NOTICE OF CHANGE OF PRINCIPAL OFFICE
OF
TRISTATE INTERNATIONAL SALES CORPORATION

received for record August 11, 1975, at 8:30 A.M.
and recorded on Film No. 2200 Frame No. 112 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 12379

Special Fee Paid \$3.00
Recording Fee Paid 2.00
Total \$5.00

Mr. Clerk - Mail to: Mrs. Susan B. Cooke
WEINBERG AND GREEN
19th Floor
10 Light Street
Baltimore, Maryland, 21202

alk

PAID

Rec. Fee \$ 1.00
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$

1.00

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

Oct 28 10 41 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION
OF HAGERSTOWN POWER SQUADRON, INC.

This is to certify:

First: That I, the subscriber, Robert J. Thieblot, whose postoffice address is 910 Keyser Building, Baltimore, Maryland 21202, 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, signify my intention of forming a corporation by the execution and filing of these Articles.

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

HAGERSTOWN POWER SQUADRON, INC.

Third: The purposes for which the Corporation is formed are as follows: to attempt and obtain a high standard of skill in the handling and navigation of yachts, both power and sail; to encourage the study of the science of navigation and the skill of small boat handling; to cooperate with the agencies of the United States and any State charged with the enforcement of the laws and regulations relating to navigation; to stimulate interest in activities which will tend to the upbuilding of our Army, Navy, Coast Guard and Merchant Marine; to assist in the work of United States Power Squadrons; and to acquire by purchase, lease, or otherwise, suitable quarters and other necessary paraphernalia and property to be used in furthering the purposes of the Corporation.

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

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

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

(c) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, 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 full or in part any activities that the Corporation may be authorized to carry on and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, businesses, contracts, good will, franchises or other assets in any manner that charitable corporations are authorized so to do under the laws of the State of Maryland.

(d) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trade marks, 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 purchase or otherwise acquire, hold, exchange or sell, any shares of stock, or voting trust certificates for any shares of stock, or any bonds or other securities or evidences of indebtedness issued or created by,

corporations or associations having the power to issue the same, organize under the laws of the State of Maryland or any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned.

(f) To borrow or raise money for any of the purposes of the Corporation and to grant such security therefore as may be authorized to charitable corporations under the laws of the State of Maryland, including the securing of 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.

(g) To carry out all or any part of the aforesaid purposes, and to conduct its business and 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 or 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 of 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 under the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations [and particularly to the limitations relative to eleemosynary corporations] which are contained in the laws of this State.

Fourth: The postoffice address of the principal office of the Corporation in this State is 1675 Fountainhead Road, Hagerstown, Maryland 21740. The resident agent of the Corporation is Armand J. Thieblot, whose postoffice address is 1675 Fountainhead Road, Hagerstown, Maryland 21740. Said resident agent is a citizen of the State of Maryland and actually resides therein.

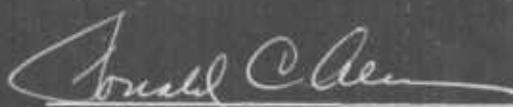
Fifth: The Corporation is not authorized to issue any capital stock.

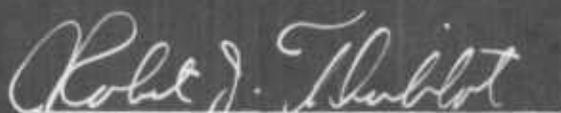
Sixth: The Corporation shall be governed by a Board of Directors consisting of not less than eight nor more than twelve Directors. The Directors shall consist of the Squadron Commander, Executive Officer, Educational Officer, Administrative Officer, Secretary, and Treasurer (except that the office of Secretary and Treasurer may be combined in one person), the immediate past Commander and not less than two active members elected from the general membership of the Squadron. The following shall be the first Directors of the Corporation: Wayland C. Marlow, Commander; Phillip R. Forrest, Jr., Executive Officer; Robert B. Liskey, Educational Officer; Richard A. Young,

Administrative Officer; Harold E. Myers, Secretary; Fred O. Hixon, Treasurer; Henry F. Senz, immediate past Commander; Daniel L. Hohman, active member; Harold C. Shuck, active member; Armand J. Thieblot, Active Member. Directors may resign or be removed, vacancies may be filled and additional directors elected, as provided in the By-Laws.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 20th day of AUGUST, 1975.

Witness


Donald C. Allen


Robert J. Thieblot

STATE OF MARYLAND, CITY OF BALTIMORE, TO WIT:

This is to certify that on the 20 day of August, 1975, before me, the subscriber, a Notary Public of the State of Maryland in and for the City of Baltimore aforesaid, personally appeared Robert J. Thieblot who 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
HAGERSTOWN POWER SQUADRON, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 22, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 43562

Recorded in Liber 2204, folio 352, 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



PAID

Rec. Fee \$ 3.75
Doc. Tax \$ _____
Trans. Tax \$ _____
TOTAL \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 28 10 41 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN W. PAKER CLERK

ARTICLES OF INCORPORATION
OF
STEEL SUPPLIERS, INC.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, John H. Urner, whose post office address is 100 West Washington Street, Hagerstown, 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, state my intention of forming a corporation by the execution, acknowledgment and filing of these Articles.

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

STEEL SUPPLIERS, INC.

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

(a) To manufacture, construct, process, fabricate, build, install, buy, sell, store, transport and otherwise work with and handle steel, structural and reinforcing, sheet metals, ornamental metals and all kinds of metallic materials and to engage in the business of blanking, drawing, forming, punching, shearing and tooling metals of all kinds and types.

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

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

aforesaid business 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.

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 or 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 2122, Hagerstown, Maryland 21740. The Resident Agent of the Corporation is Mandt S. Halversen, 2255 Briarcliff Drive, Hagerstown, Maryland 21740, who is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5,000) shares of capital stock of the par value of Ten Dollars (\$10.00) per share, all of one class, having an aggregate par value of Fifty Thousand Dollars (\$50,000.00).

SIXTH: The Corporation shall have not more than seven (7) nor less than three (3) directors, and Mandt S. Halversen, Brenda Halversen and Raymond T. White shall act as such until the first

annual meeting or until their successors are duly chosen and qualify.

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

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

(2) The Board of Directors 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.

(3) 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.

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 8th day of August, 1975.

John H. Urner (SEAL)
John H. Urner

WITNESS:

Shelby J Crawford

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 8th day of August, 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared John H. Urner and acknowledged the foregoing Articles of Incorporation to be his act.

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

Shelby J Crawford
Notary Public



Comm. Exp. July 1, 1978

ARTICLES OF INCORPORATION

OF

STEEL SUPPLIERS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland August 19, 1975, at 8:30 o'clock A.M. as in conformity with law and ordered recorded.

A 43475

Recorded in Liber 2243, folio 363, 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



PAID	
Rec. Fee	\$ <u>3.75</u>
Rec. Tax	\$ _____
Trans. Tax	\$ _____
TOTAL	\$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 28 10 41 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

LEITERSBURG PIKE LAND ASSOCIATION, INC.

(A close Corporation under Article 23,
Section 100, General Corporation Law
of Maryland)

ARTICLES OF INCORPORATION

FIRST: The undersigned, Bruce A. Winter, whose Post Office address is 2528 North Valley Drive, Hagerstown, Maryland, 21740, William P. Renner, whose Post Office address is 221 E. Chestnut Street, Hagerstown, Maryland, 21740, Robert J. Winebrenner, whose Post Office address is 1916 Applewood Circle, Hagerstown, Maryland, 21740, Robert C. Fischel, whose Post Office address is Route #10, Box 28B, Hagerstown, Maryland, 21740 and Lynn F. Meyers, whose Post Office address is 745 Mt. Vernon Drive, Hagerstown, Maryland, 21740, being each at least eighteen (18) years of age do hereby form a corporation under the General Laws of the State of Maryland.

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

LEITERSBURG PIKE LAND ASSOCIATION, INC.

THIRD: The Corporation shall be a close corporation as authorized by Section 100 of Article 23 of the General Corporation Law of Maryland.

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

(1) To purchase, lease, hire or otherwise acquire real and personal property, improved and unimproved, of every kind and description, and to sell, dispose of, lease, convey, encumber and mortgage said property, or any part thereof. To acquire, hold, lease, manage, operate, develop, control, build, erect, and maintain for the purposes of said company, construct, reconstruct or purchase, either directly or through ownership of stock in any corporation, any lands, buildings, office, stores, warehouses,

mills, shops, factories, plants, gas houses, machinery rights, easements, privileges, franchise and licenses, and to sell, lease, hire or otherwise dispose of the lands, buildings or other property of the Corporation or any part thereof.

(2) 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.

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

FIFTH: The post office address of the principal office of the Corporation in Maryland is 421 Maryland National Bank Building, Hagerstown, Maryland, 21740. The name and post office address of the resident agent of the Corporation in Maryland are Lynn F. Meyers, 421 Maryland National Bank Building, Hagerstown, Maryland, 21740. Said resident agent is a citizen of Maryland and actually resides therein.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is Ten Thousand (10,000) shares at a 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.

SEVENTH: The number of Directors of the Corporation shall be five (5) which number may be increased or decreased pursuant to the By-laws of the Corporation, but shall never be less than one (1); and the names of the Directors who shall act until

the first annual meeting or until his or their successor (s) is (are) duly chosen and qualified are: Bruce A. Winter, William P. Renner, Robert J. Winebrenner, Robert C. Fischel and Lynn F. Meyers.

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of such class, whether now or hereafter authorized as it may determine, except that it shall not issue nor have outstanding any securities, (including stock) which are convertible into its stock nor any voted securities other than stock nor any options, warrants or other rights to subscribe for or purchase any of its stock which are other than non-transferable.

(b) No contract or other transaction between the 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 any 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 the businesses shall be declared in dividends and paid to the Stockholders, subject, however, to the provisions of the Charter, and to direct and determine the use and disposition of such surplus or net profits.

(d) The Corporation reserves the right from time to time to make any amendments of its Charter which may now or hereafter be authorized by law, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change or 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.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion shall fix; and any shares of its stock 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.

NINTH: The shares of stock shall be non-assessable and shall be entitled to one (1) vote per share at all meeting of stockholders of the Corporation. Dividends may be declared thereon in such amounts and at such times as the stockholders

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.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 4th day of AUGUST, A. D., 1975.

Witness:

Paula A. Kendle

Bruce A. Winter (SEAL)

William P. Renner (SEAL)

Robert J. Winebrenner (SEAL)

Robert C. Fischel (SEAL)

Lynn F. Meyers (SEAL)

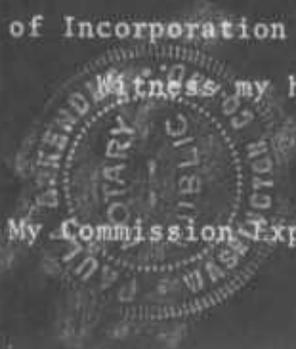
STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:-

I HEREBY CERTIFY, That on this 4th day of AUGUST, A. D., 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Bruce A. Winter, William P. Renner, Robert J. Winebrenner, Robert C. Fischel and Lynn F. Meyers, personally known to me to be the persons whose names are subscribed to the foregoing instrument and who did each acknowledge the foregoing Articles of Incorporation to be their respective act.

Witness my hand and official Notarial Seal.

Paula A. Kendle
Notary Public

My Commission Expires: July 1, 1978.



ARTICLES OF INCORPORATION
OF
LEITERSBURG PIKE LAND ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 19, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 43462

Recorded in Liber 2203 , folio 295 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



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 28 10 41 AM '75

LIBER _____ FOLIO _____
LAND _____
VAUGHAN WALKER CLERK

Received for record: October 28, 1975

Time: 10:41 A.M. Liber: 24

OCT 28-75 B# 18950 *****3.75

TEDRICK HOME IMPROVEMENT CO., INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Robert D. Tedrick, whose post office address is 904 Dewey Avenue, Hagerstown, Maryland 21740; Ruth S. Tedrick, whose post office address is 904 Dewey Avenue, Hagerstown, Maryland 21740; and Vincent E. Heyworth, whose post office address is 40 West Church St., 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

TEDRICK HOME IMPROVEMENT CO., INC.

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

- A. To engage in and carry on a general construction and home improvement 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 904 Dewey Avenue, Hagerstown, Maryland 21740. The resident agent of the Corporation is Robert D. Tedrick, whose post office address is 904 Dewey Avenue, Hagerstown, Maryland 21740. Said resident agent is a citizen of this State and actually resides therein.

FIFTH: The total amount of the authorized capital stock of the Corporation is ten thousand (10,000) shares, consisting of ten thousand (10,000) fully paid and non-assessable shares of common stock with the par value of Ten Dollars (\$10.00) each.

SIXTH: Subject to the General Laws of the State of Maryland, the voting power is vested exclusively in the holders of the common stock.

SEVENTH: The number of the directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting, or until their successors are duly chosen and qualified, are Robert D. Tedrick, Ruth S. Tedrick and Vincent E. Heyworth.

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 15th day of August, A. D. 1975.

Robert D. Tedrick
Robert D. Tedrick

Ruth S. Tedrick
Ruth S. Tedrick

Vincent E. Heyworth
Vincent E. Heyworth

TEST: Judith M. Shelton

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 15th day of August, A.D. 1975, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Robert D. Tedrick, Ruth S. Tedrick 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, 1978

Judith M. Shelton
NOTARY PUBLIC

ARTICLE 3 OF INCORPORATION
OF
TEDRICK HOME IMPROVEMENT CO., INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 18, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 43423

Recorded in Liber 2202, folio 535, 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



PAID
Rec. Fee \$ 3.25
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
Oct 28 10 41 AM '75
LIBER _____ FOLIO _____
LAND _____
VAUGHN, RAFF, CLERK

SPECTRUM ENGINEERING, INC.

ARTICLES OF INCORPORATION

FIRST: The undersigned Caroline Josephine (Murray) Brown, Raymond G. Hoyer, Nelson J. Murray, Bruce Murray, whose post office address(es) are Box 174 Broadfording Road, Hagerstown, Maryland, 901 View Street Apartment D, Hagerstown, Maryland, Route 2 Box 315, Boonboro, Maryland, 901 View Street Apartment B, Hagerstown, Maryland, (respectively, each) being at least twenty-one years of age, (do) hereby form a corporation under the general laws of the State of Maryland.

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

THIRD: The Corporation shall be a close corporation as authorized by Section 100 of the General Corporation Law of Maryland.

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

To carry on the general businesses of site construction constructors, electrical contractors, communication system contractors, plumbing contractors, and retail sales of equipment related therein, and in connection therewith:

a) To construct homes, business building, warehouses and properties of every kind and description;

b) To equip, construct, and furnish, outfit, repair and overhaul buildings and properties and articles contained therein of every class and description, and to assemble, buy or otherwise acquire, sell or otherwise dispose of, and generally to deal in and with furnishings, equipment, apparatus, fuel, provisions, and supplies therefore;

c) To solicit, arrange for, enter into contracts for and to engage in the business of general construction;

d) To engage in any and all other lawful activities appropriate, incidental or conducive to or necessary or convenient for any or all of the foregoing purposes.

To manufacture, buy, sell, deal in, and to engage in, conduct and carry on the business of manufacturing, buying, selling, and dealing in goods, wares and merchandise of every class and description necessary or useful for the operations of this corporation.

To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge, or otherwise dispose of or turn to account or deal with all or any part of the property of the corporation and from time to time to vary any investment or employment of capital of the corporation.

To borrow money and to make and issue notes, bonds, debentures, obligations, and evidences of indebtedness of all kinds, whether secured by mortgage, pledge or otherwise, without limit as to amount and to secure the same by mortgage, pledge or otherwise, and generally to make and perform agreements and contracts of every kind and description.

To the same extent as natural persons might or could do, to purchase or otherwise acquire, and to hold, own, maintain, work, develop, sell, lease, exchange, hire convey, mortgage or otherwise dispose of and deal in, lands and leaseholds and any interest, estate and rights in real property, and any personal or mixed property, and any franchises, rights, licenses or privileges necessary convenient or appropriate for any of the purposes herein expressed.

To apply for, obtain, register, purchase, lease or otherwise to acquire, and to hold, use develop, sell, operate and introduce, assign, grant licenses or territorial rights in respect to, or otherwise to turn to account or dispose of, any copyrights, trademarks, 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.

To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporation, firms, or individuals, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid business or powers or any part or parts thereof provided the same be not inconsistent with the laws under which this corporation is organized.

To acquire by purchase, subscription or otherwise, and to hold for investment or otherwise, and to use, sell, assign, transfer, mortgage, pledge, or otherwise deal with or dispose of stocks, bonds, or any other obligations or securities of any corporation or corporations; to merge or consolidate with any corporation in such manner as may be permitted by law, to aid in any manner any corporation whose stocks, bonds or other obligations are held or in any manner guaranteed by this corporation, or in which this corporation is in anyway interested and to do any other acts or things for the preservation, protection, improvement or enhancement of the value of any such stock, bonds, or other obligations; and while owner of any such stock, bonds or other obligations to exercise all the rights, powers and privileges of ownership thereof, and to exercise any and all voting powers thereon; to guarantee the payment of dividends upon any stock or the principal or interest or both, of any bonds or other obligations, and the performance of any contracts.

The business or purpose of the corporation is from time to time to do any one or more of the acts and things hereabove set forth and it shall have the power to conduct and carry on its said business, or any part thereof, and to have one or more offices, and to exercise any or all of its corporate powers and rights, in the State of Maryland, and in the various other states, territories, colonies, and dependencies of the United States, in the District of Columbia and in all or any foreign countries.

The enumeration herein of the objects and purposes of this corporation shall be construed as powers as well as objects and purposes and shall not be deemed to exclude by influence any powers, objects or which this corporation is empowered to exercise, whether expressly by force of the laws of the State of Maryland now or hereafter in effect or impliedly by the reasonable construction of the said laws.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 37 East Washington Street, Hagerstown, Maryland, Washington County. The name and post office address of the resident agent of the Corporation in Maryland is 901 View Street, Apartment B, Hagerstown, Maryland, Washington County. Said resident agent ^{Bruce Murray} is a citizen of Maryland and actually resides therein.

SIXTH: The total number of shares of stock which the corporation is authorized to issue is one hundred and forty (140) all of which are of the par value of \$50.00 per share.

SEVENTH: The minimum amount of capital with which the corporation will commence business is seven thousand dollars (\$7,000.00).

EIGHTH: The corporation is to have perpetual existence.

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

TENTH: The number of directors of the Corporation shall be two (2), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than one (1), and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Raymond G. Hoyer and Bruce Murray.

ELEVENTH: 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 Election of Directors need not be by ballot unless the bylaws so provide.

2) The Board of Directors shall have power:

a) Without the assent or vote of the stockholders to make, alter, amend, change, add to, or repeal the bylaws of this corporation; to fix and vary the amount to be reserved for any proper purpose, to authorize and cause to be executed mortgages and liens upon any part of the property of the corporation provided it be less than substantially all, to determine the use and disposition of any surplus or net profits and to fix the times for the declaration and payment of dividends.

b) To determine from time to time whether, and to what extent, and at what times and places, and under what conditions and regulations the accounts and books of the corporation (other than the stock ledger) or any of them shall be open to the inspection of the stockholders.

3) The directors in their discretion may submit any contract or act for approval or ratification at any annual meeting of the stockholders or at any meeting of the stockholders called for the purpose of considering any such act or contract, and any contract or act that shall be approved or be ratified by the vote of the holders of a majority of the stock of the corporation which is represented in person or by proxy at such meeting and entitled to vote thereat (provided that a lawful quorum of stockholders be there represented in person or by proxy) shall be as valid and as binding upon the corporation and upon all the stockholders, as though it had been approved or ratified by every stockholder of the corporation whether or not the contract or act would otherwise be open to legal attack because of directors interest or for any other reason.

4) In addition to the powers and authorities hereinbefore or by statute expressly conferred upon them, the the directors are hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the corporation; subject nevertheless to the provisions of the statutes of Maryland, of this certificate and to any bylaws from time to time made by the stockholders provided, however, that no bylaws so made shall invalidate any prior act of the directors which would have been valid if such bylaw had not been made.

TWELFTH: The corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation in the manner now now or hereafter prescribed by law and all rights and powers conferred herein on stockholders, directors and officers are subject to this reserved power.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation and severally acknowledged the same to be our act on this 29th day of July 1975.

Witness:

Caroline Josephine Brown
Caroline Josephine (Murray) Brown

Raymond G. Hoyer
Raymond G. Hoyer

Nelson J. Murray
Nelson J. Murray

Bruce Murray
Bruce Murray

ARTICLES OF INCORPORATION
OF
SPECTRUM ENGINEERING, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 11, 1975, at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 43369

8
Recorded in Liber 2202, 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 \$ 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 W. Keller



PAID

Rec. Fee \$ 4.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 28 10 41 AM '75

LIBER _____ FOLIO _____

LAND _____
VANDER HAVEN CLERK

HAVENWOOD HILL, INC.

ARTICLES OF REVIVAL*

(Under Section 85)

Havenwood Hill, 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:

Wash Co
FIRST: The charter of the Corporation was forfeited on January 28, 1975, 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 Havenwood Hill, Inc.

THIRD: The name by which the corporation will hereafter be known is Havenwood Hill, Inc.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is c/o Joseph S. Brown, Cavetown, 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 Joseph S. Brown, Cavetown, Washington County, Maryland. Said resident agent is a citizen actually residing in this State (or a corporation of this State).

*Under L. 1951, ch. 135, effective June 1, 1951, only the executed original is to be filed, and no copy is required. Recording and special fees are \$40, plus additional \$2 for each page in excess of five, for corporations with authorized capital stock and \$20 for corporations without authorized capital stock.

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 that 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 to 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

Aug 11, 1975

Last Acting President (or Vice-President)

Joseph S. Brown
Joseph S. Brown

Last Acting Secretary (or Treasurer)

Nettie S. Brown
Nettie S. Brown

(Note: Name must be typed or printed under each signature)

STATE OF _____,
County of _____, ss:

I HEREBY CERTIFY that on August 11, 1975, before me, the subscriber, a notary public of the State of Maryland in and for the County of Washington, personally appeared Joseph S. Brown, the last acting President (or Vice-President) and Nettie S. Brown, the last acting Secretary (or Treasurer) of Havewood Hill Inc., 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.



Joseph L. Rose
Notary Public*

ARTICLES OF REVIVAL
OF
HAVENWOOD HILL, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 14, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 43357

Recorded in Liber 2202, folio 4 165, 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 W. Kella



PAID
Rec. Fee \$ 3.75
Doc. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

Oct 28 10 41 AM '75

LIBER _____ FOLIO _____
LAND _____
VAUGHN BAKER CLERK

WILLIAMSPORT VOLUNTEER AMBULANCE SERVICE, INC.ARTICLES OF REVIVAL

WILLIAMSPORT VOLUNTEER AMBULANCE SERVICE, INC., a Maryland Corporation having its principal office in Washington County, Maryland (hereinafter called the Corporation), hereby certifies to the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND that:

FIRST: The Charter of the Corporation was forfeited on November 29, 1966, 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 WILLIAMSPORT VOLUNTEER AMBULANCE SERVICE, INC.;

THIRD: The name by which the Corporation will hereafter be known is WILLIAMSPORT VOLUNTEER AMBULANCE SERVICE, INC.;

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is 20 South Conococheague Street, Williamsport, Maryland, Washington County, 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 Warren M. Seymour, Jr., 20 South Conococheague Street, Williamsport, Washington County, Maryland. Said Resident Agent is a citizen actually residing in this State.

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

(a) Paid all fees required by law;

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

(c) Paid all State and local taxes (other than taxes 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 to the Corporation if its Charter had not been forfeited.

IN WITNESS WHEREOF, the undersigned, who were respectively the last acting President and Secretary of the Corporation, have signed these Articles of Revival on August 6th, 1975.


 William G. Grimm
 President


 Percy L. Blackwell
 Secretary

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

I HEREBY CERTIFY that on August 6th, 1975, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared William G. Grimm, the last acting President, and Percy L. Blackwell, the last acting Secretary of WILLIAMSPORT VOLUNTEER AMBULANCE SERVICE, 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.


 Notary Public

My Commission Expires: 7/1/78

ARTICLES OF REVIVAL
OF
WILLIAMSPORT VOLUNTEER AMBULANCE SERVICE, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 8, 1975, at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 43222

3

Recorded in Liber 2200, folio 514, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Special Fee ~~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 H. Kella



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

OCT 28 10 41 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN, ASST. CLERK

Received for record: December 1, 1975
Time: 11:26 A.M. Liber: 24

693

DEC -1-75 BE 12070 *****375

YOUTH CENTER TEEN WORLD, INC.

ARTICLES OF AMENDMENT

Wash. Co

Youth Center Teen World, 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 Articles Second and Fourth 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:

ALBERTS' INC.

FOURTH: The post office address of the principal office of the Corporation in this state is 1012 View Street, Hagerstown, Maryland 21740. The Resident Agent of the Corporation is Edgar M. Albert whose post office address is 1012 View Street, Hagerstown, Maryland, 21740. Said Resident Agent is a Citizen of the State of Maryland and actually resides therein.

SECOND: The amendments to the Charter of the Corporation herein made were duly approved by the affirmative vote of the entire Board of Directors of the Corporation at a meeting duly convened and held on July 30, 1975, and a resolution adopted thereat declaring said amendments to be advisable and directing that the same be submitted to a duly called meeting of the Stockholders of the Corporation.

THIRD: That a meeting of the Stockholders of the Corporation was duly convened and held on July 30, 1975, and the amendments to the Charter of the Corporation herein made were duly approved and adopted by the affirmative vote of the holders of all of the duly issued and outstanding stock of the Corporation.

IN WITNESS WHEREOF, The Corporation has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary this 26th day of August, 1975.

YOUTH CENTER TEEN WORLD, INC.

(CORP. SEAL)

By Edgar McAlbort
President

ATTEST: Muriel J. Albert
Secretary



STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 26th day of August A.D. 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared EDGAR M. ALBERT, President of Youth Center Teen World, Inc. whose corporate name is to be changed to Alberts' 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 MURIEL I. ALBERT and made oath in due form of law that she was Secretary of the meeting of Stockholders of the Corporation at which the amendments of the Charter of the Corporation herein set forth were approved and that the matters and facts set forth in said Articles of Amendment are true to the best of her knowledge, information and belief.

WITNESS my hand and Official Notarial Seal.


Deborah L. Landes
 Notary Public

ARTICLES OF AMENDMENT
OF
YOUTH CENTER TEEN WORLD INC.
changing its name to:
ALBERTS' INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 2, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 43809

4
Recorded in Liber 2206, folio 680, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

DEC 1 11 26 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

Received for record: Dec. 1, 1975
Time: 11:26 A.M. Liber: 24

697

DEC -1-75 B# 12071 *****3.75

RICH-MYER, INC.
ARTICLES OF AMENDMENT
(Under Sections 11-12)

RICH-MYER, INC., a Maryland corporation, having its principal office in Washington County, Maryland, hereinafter called the "Corporation", hereby certifies to the State Tax Commission of Maryland, that:

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

The name of the Corporation (which is hereinafter called the "Corporation") is: BIKLE MANUFACTURING, INC.

SECOND: The amendment to the charter of the Corporation herein made consists only of a change in the name of the corporation to delete therefrom the name RICH-MYER, INC. and to change the name of said Corporation to BIKLE MANUFACTURING, INC., and the said amendment was approved by the vote of the majority of the entire Board of Directors at a meeting duly conveyed and held on 7th day of June, 1975, and subsequently presented to the stockholders and approved by them on said date.

IN WITNESS WHEREOF, Rich-Myer, 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 27th day of August, 1975.

RICH-MYER, INC.

By: Richard N. Bikle
Richard N. Bikle,
President

ATTEST AS TO SIGNATURE
AND CORPORATE SEAL:

Austin H. Bikle
Secretary

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

I HEREBY CERTIFY, that on this 27th day of August, 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared RICHARD N. BIKLE, President of Rich-Myer, 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 AUSTIN H. BIKLE, and made oath in due form of law that he was Secretary of the meeting of the Board of Directors of said Corporation by 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, 1978



Robert J. Zuck
Notary Public

ARTICLES OF AMENDMENT

OF

RICH-MYER, INC.

changing its name to:

BIKLE MANUFACTURING, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland September 11, 1975 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 44047

2

Recorded in Liber 2209, folio 599, 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. Kelle



PAID

Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

DEC 1 11 26 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

ARTICLES OF AMENDMENT
OF
BROOK LANE PSYCHIATRIC CENTER, INC.

6/20/75
BROOK LANE PSYCHIATRIC CENTER, INC., a Maryland corporation, having its principal office in Hagerstown, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The Charter of the Corporation is hereby amended to change the resident agent of the Corporation by striking out Paragraph FOURTH of the Articles of Incorporation and inserting in lieu thereof the following:

"FOURTH: That the post office address of the principal office of the corporation in this State is Route #5, Hagerstown, Maryland. The resident agent of the Corporation is Wesley W. Oswald, whose post office address is 18 Spring Valley Drive, Hagerstown, Maryland 21740. Said resident agent is a citizen of the State of Maryland and actually resides therein."

The Board of Directors of the Corporation at a special meeting duly convened and held on September 2, 1975, adopted a Resolution in which was set forth the foregoing Amendment to the Charter, and that the Board of Directors of the Corporation approved said Amendment by unanimous written consent. The Corporation not having any stockholders, there were no persons entitled to notice or to vote on this amendment, other than the Directors of the Corporation.

IN WITNESS WHEREOF, Brook Lane Psychiatric Center, Inc. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be

hereunto affixed and attested by its Secretary on the 2nd
day of September, 1975.

ATTEST:

BROOK LANE PSYCHIATRIC
CENTER, INC.

[Handwritten signature]

By *[Handwritten signature]*

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

I HEREBY CERTIFY, that on this 2nd day
of September, 1975, before me, the subscriber, a
Notary Public in and for the State and County aforesaid, personally
appeared J. Ralph Wenger President of Brook Lane
Psychiatric Center, Inc., a Maryland corporation and in the
name and on behalf of said corporation acknowledged the foregoing
Articles of Amendment to be the corporate act of said corporation
and 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.

[Handwritten signature]
Notary Public



Comm. Exp.: July 1, 1978

ARTICLES OF AMENDMENT
OF
BROOK LAKE PSYCHIATRIC CENTER, INC.

701

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 15, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 44069

3
Recorded in Liber 2209, folio 707, 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 D. Keller



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

DEC 1 11 26 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

Received for record: Dec. 1, 1975
Time: 11:26 A.M. Liber: 24

DEC -1-75 B2 12073 *****100

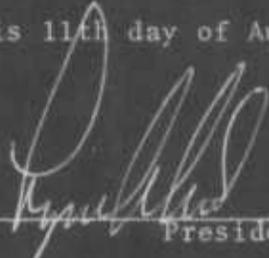
CHANGE OF PRINCIPAL OFFICE ADDRESS
OF
TRI-STATE WAREHOUSES, INC.

Resolved, by the Board of Directors of Tri-State Warehouses, Inc., a corporation, that the principal office of said Corporation be changed to Tri-State Warehouses, Inc., Airport Industrial Park, Hagerstown, Maryland 21740.

Be it further resolved, that the present principal address of the Corporation, namely, Tri-State Warehouses, Inc., 921 Washington Avenue, Hagerstown, Maryland 21740, is hereby changed as of this date.

We, Lynn W. Dick, President, and Herman E. Whitaker, Secretary, of Tri-State Warehouses, Inc., a corporation, duly organized and existing under the laws of the State of Maryland, hereby certify that the foregoing is a true and correct copy of the resolution duly and legally adopted by the Directors of said Corporation at a meeting held on August 4, 1975.

WITNESS our hand this 11th day of August, 1975.



President

(SEAL)

Attest:



Secretary

NOTICE OF CHANGE OF PRINCIPAL OFFICE
OF
TRI-STATE WAREHOUSES, INC.

received for record September 25, 1975, at 8:45 A. M.
and recorded on Film No. 2212 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 12531

Special Fee Paid \$3.00
Recording Fee Paid 2.00
Total \$5.00

Mr. Clerk - Mail to: Ralph H. France, II, Esq.
100 W. Washington St.
Hagerstown, MD 21740

PAID

Rec. Fee \$ 1.00
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

DEC 1 11 26 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

ARTICLES OF TRANSFER BY TRI-STATE WAREHOUSES, INC.

TO

LYNN W. DICK AND HERMAN E. WHITAKER

Pursuant to the provisions of Section 66 and 70 of Article 23 of the Annotated Code of Maryland, the undersigned domestic corporation and individuals adopted the following Articles of Transfer for the purpose of transferring and selling all of the assets of Tri-State Warehouses, Inc., to Lynn W. Dick and Herman E. Whitaker.

1. Tri-State Warehouses, Inc. agrees to sell all of its property and assets to Lynn W. Dick and Herman E. Whitaker, individually.

2. Lynn W. Dick and Herman E. Whitaker have their principal place of business at the following address: Ross Transfer and Storage, Inc., Airport Industrial Park, Hagerstown, Maryland 21740.

3. Tri-State Warehouses, Inc. was incorporated pursuant to Article 23 of the Annotated Code of Maryland on July 28, 1972, and said Articles of Incorporation were received, approved and recorded by the State Department of Assessments and Taxation of Maryland on that date. Said corporation is qualified and presently registered to do business in the State of Maryland.

4. The amount of the consideration to be paid by the transferees to the transferor corporation for the property in Tri-State Warehouses, Inc., is as follows:

(1) For the motor vehicles to be transferred from the transferor corporation to the transferees-----\$15,578.00

(2) For assuming the mortgage on the real estate filed among the Land Records of Washington County, Maryland, in Liber 599, folio 482, by deed dated July 30, 1975, by Tri-State Warehouses, Inc., a Maryland corporation to Lynn W. Dick and Herman E. Whitaker as tenants in common----- 73,517.03

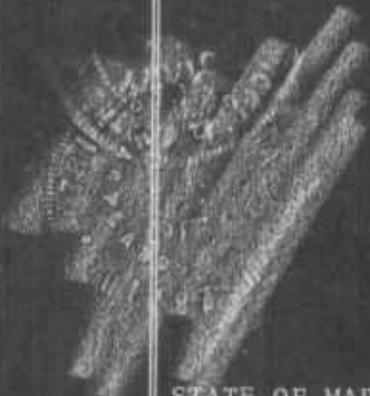
\$89,095.03

5. Both the principal office of Tri-State Warehouses, Inc. and the real estate which is to be transferred by Tri-State Warehouses, Inc. to the transferees named herein are located in Washington County, Maryland. No other property, either real or personal, which is the subject of these Articles is located in any other county in the State of Maryland.

6. Neither of the transferees are corporations, but are acting individually in this matter.

7. Both of the transferees are residents of the State of Maryland and may be located at their business address listed herein.

8. These Articles of Sale were duly advised by the Board of Directors of said corporation and approved by the Stockholders of said Corporation as required by Article 23 of the Annotated Code of Maryland and by the Articles of Incorporation and By-Laws of Tri-State Warehouses, Inc.



Lynn W. Dick

Lynn W. Dick, President

Herman E. Whitaker

Herman E. Whitaker, Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on this // day of August, 1975, before me, a Notary Public, in and for the State and County aforesaid, personally appeared Lynn W. Dick, President, and Herman E. Whitaker, Secretary, of Tri-State Warehouses, Inc. who made oath in due form of law that the matters and facts set forth in said Articles with respect to authorization and approval by the Directors and Stockholders are true and correct.

WITNESS my hand and Official Notarial Seal.

Dickie J. Gordon

Notary Public

My Commission Expires:
July 15, 1978



Lynn W. Dick

Lynn W. Dick

Herman E. Whitaker

Herman E. Whitaker

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this *11th* day of August, 1975, before me, a Notary Public, in and for the State and County aforesaid, personally appeared Lynn W. Dick and Herman E. Whitaker, and each did acknowledge the execution of the foregoing document to be their voluntary act.

WITNESS my hand and Official Notarial Seal.

Dickie L. Garton

Notary Public

My Commission Expires:
July 1, 1978



[Large handwritten scribble covering the bottom half of the page]

ARTICLES OF TRANSFER

OF

TRI-STATE WAREHOUSES, INC. (MD. CORP.)-TRANSFEROR

TO

LYNN W. DICK AND HERMAN E. WHITAKER (INDIVIDUALS)-TRANSFEREES

approved and received for record by the State Department of Assessments and Taxation of Maryland September 25, 1975, at 8:30 o'clock A.M. as in conformity with law and ordered recorded.

A 44376

Recorded in Liber 2213, folio 10, 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. among Land Records Washington County.
\$ 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 H. Keller



PAID

Rec. Fee \$ 3.75
Rec. Tax \$
Trans. Tax \$
TOTAL . . . \$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

DEC 1 11 26 AM '75

LIBER _____ FOLIO _____

LAND
VAUGHN J. BAKER, CLERK

ARTICLES OF DISSOLUTION
OF
TRI-STATE WAREHOUSES, INC.

We, constituting the Board of Directors of Tri-State Warehouses, Inc. and acting pursuant to Article 23, Section 77 of the Annotated Code of Maryland, do hereby certify:

1. That the name of the corporation is Tri-State Warehouses, Inc. and the post office address of its principal office in this State is Airport Industrial Park, Hagerstown, Maryland.

2. The name and post office address of the resident agent of the corporation in Maryland is Ralph H. France, II, 100 West Washington Street, Hagerstown, Maryland 21740, and service of process can be served upon him for one year after dissolution and thereafter until the affairs of the corporation are wound up.

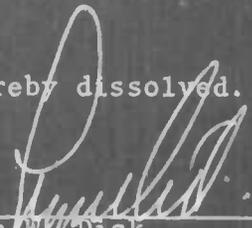
3. The names and post office address of each of the directors of the corporation are as follows: Lynn W. Dick, c/o Ross Transfer and Storage, Inc., Airport Industrial Park, Hagerstown, Maryland; Herman E. Whitaker, c/o Ross Transfer and Storage, Inc., Hagerstown, Maryland; and Ralph H. France, II, Suite 202, 100 West Washington Street, Hagerstown, Maryland, 21740.

4. The names, titles and post office address of the officers of the corporation are as follows: (1) Lynn W. Dick, President and Treasurer, Ross Transfer and Storage, Inc., Airport Industrial Park, Hagerstown, Maryland, and (2) Herman E. Whitaker, Vice-President and Secretary, Ross Transfer and Storage, Inc., Hagerstown, Maryland, 21740.

5. The dissolution of said corporation was duly authorized unanimously by the Board of Directors of said corporation and by the stockholders of the corporation in accordance with Article 23 of the Annotated Code of Maryland, the Articles of Incorporation of said corporation and the By-Laws of said corporation.

6. Notice that said corporation was being dissolved was duly mailed on June 9, 1975, to all known creditors of the corporation.

7. The corporation is hereby dissolved.



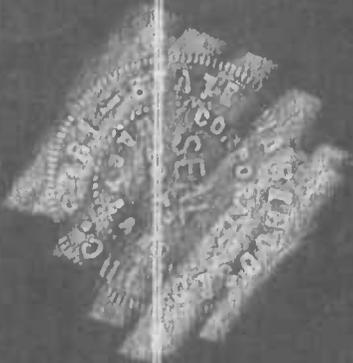
Lynn W. Dick



Herman E. Whitaker



Ralph H. France, II



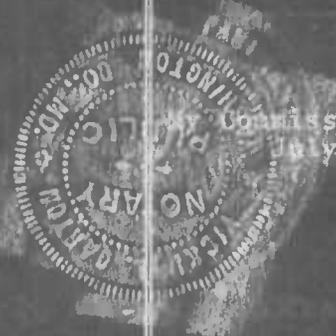
STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 25th day of August, 1975, before me, a Notary Public, in and for the State and County aforesaid, personally appeared Lynn W. Dick, President, and Herman E. Whitaker, Secretary of Tri-State Warehouses, Inc. and did each acknowledge that the matters and facts set forth in the Articles of Incorporation with respect to the authorization of dissolution are true and correct to the best of their knowledge, information and belief.

WITNESS my hand and Official Notarial Seal.



Notary Public



Commission Expires:
July 1, 1978



STATE OF MARYLAND
 COMPTROLLER OF THE TREASURY
 STATE TREASURY BUILDING
 P. O. BOX 466 PHONE 267-5819
 ANNAPOLIS, MARYLAND 21404

LOUIS L. GOLDSTEIN
 COMPTROLLER
 BERNARD F. NOSSEL
 CHIEF DEPUTY

GENERAL ACCOUNTING DIVISION
 ARNOLD G. HOLZ, C.P.A.
 DIVISION CHIEF

THIS IS TO CERTIFY, That the books of the
 State Comptroller's Office and of the Department of
 Employment Security, as reflected in their certifi-
 cation to the State Comptroller, show that all taxes
 and charges due the State of Maryland, payable through
 the said offices as of the date hereof by

TRI-STATE WAREHOUSES, INC.

have been paid.

WITNESS my hand and official seal this
 Twentieth day of August A.D. 1975.


 Deputy Comptroller



STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
 hereby gives notice that ARTICLES OF DISSOLUTION of the
TRI-STATE WAREHOUSES, INC.

were received for record on, September 25, 1975,
 in accordance with the provisions of Sec. 77 of Art. 23 of the
 Code (1957 Edition).

William H. Riley, Jr.
 Director

ARTICLES OF DISSOLUTION

OF
TRI-STATE WAREHOUSES, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 25, 1975, at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 44377

Recorded in Libers 2213, folio 14, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Special Fee
/// ~~Photostat/View/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 H. Keller



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

Dec 1 11 26 AM '75

LIBER _____ FOLIO _____

LAND
VAUGHN J. BAKER, CLERK

Received for record: Dec. 1, 1975
 Time: 11:27 A.M. Liber: 24

DEC -1-75 B# 12077 *****375

HAGERSTOWN, MARYLAND CONGREGATION OF
 JEHOVAH'S WITNESSES, EAST UNIT

ARTICLES OF DISSOLUTION

Hagerstown, Maryland Congregation of Jehovah's Witnesses, East Unit, a Maryland corporation, having its principal office in the City of Hagerstown, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth, and the post office address of the principal office of the Corporation in the State of Maryland is 30 Nottingham Road, 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 pending suit 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: Richard G. Myers, 217 Rock Willow Avenue, Hagerstown, Maryland 21740. Said resident agent is an individual actually residing in the State of Maryland.

FOURTH: The name and post office address of each of the Trustees of the Corporation is as follows:

<u>Name</u>	<u>Address</u>
1. Richard G. Myers	217 Rock Willow Avenue Hagerstown, Maryland 21740
2. Roger L. Ridenour	2345 Pennsylvania Avenue Hagerstown, Maryland 21740
3. Elvin M. Keller	108 South Monta Volla Avenue Hagerstown, Maryland 21740
4. Ralph O. Kifer	Route #1 Hagerstown, Maryland 21740
5. George E. Miller	674 Pennsylvania Avenue Hagerstown, Maryland 21740
6. James L. Kline	1361 Jefferson Boulevard Hagerstown, Maryland 21740

7. William G. Shensky 239 South Locust Street
Hagerstown, Maryland 21740

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

<u>Name and Address</u>	<u>Title</u>
Richard G. Myers 217 Rock Willow Avenue Hagerstown, Maryland 21740	President
Roger L. Ridenour 2345 Pennsylvania Avenue Hagerstown, Maryland 21740	Vice President
Ralph O. Kifer Route #1 Hagerstown, Maryland 21740	Secretary-Treasurer

SIXTH: At a Special Meeting held on July 22nd, 1975, a majority of the Board of Trustees of the Corporation adopted a resolution declaring that dissolution of the Corporation was deemed to be advisable and for the benefit of the Corporation.

SEVENTH: At a Special Meeting held on July 25th, 1975, two-thirds of the members of the Corporation authorized the dissolution of the Corporation.

EIGHTH: The Corporation has no known creditors.

NINTH: The officers signing these Articles of Dissolution acknowledge said Articles to be the corporate act of the Corporation, and with respect to all matters and facts otherwise required to be verified under oath, said officers acknowledge that to the best of their knowledge, information and belief, such matters and facts are true in all material respects and such statement is made under penalty of perjury.

IN WITNESS WHEREOF, Hagerstown, Maryland Congregation of Jehovah's Witnesses, East Unit, 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-Treasurer on July 25th, 1975.

ATTEST:

Ralph O. Kifer
Secretary-Treasurer

HAGERSTOWN, MARYLAND CONGREGATION
OF JEHOVAH'S WITNESSES, EAST UNIT
By: 
Richard G. Myers
President

WEINBERG AND GREEN
BALTIMORE, MD. 21202



STATE OF MARYLAND
 COMPTROLLER OF THE TREASURY
 STATE TREASURY BUILDING
 P. O. BOX 466 PHONE 267-5819
 ANNAPOLIS, MARYLAND 21404

LOUIS L. GOLDSTEIN
 COMPTROLLER
 BERNARD F. NOSSEL
 CHIEF DEPUTY

GENERAL ACCOUNTING DIVISION

ARNOLD G. HOLZ, C.P.A.
 DIVISION CHIEF

THIS IS TO CERTIFY, That the books of the
 State Comptroller's Office and of the Department of
 Employment Security, as reflected in their certifi-
 cation to the State Comptroller, show that all taxes
 and charges due the State of Maryland, payable through
 the said offices as of the date hereof by

HAGERSTOWN MARYLAND CONGREGATION OF JEHOVAH'S WITNESSES, EAST UNIT
 have been paid.

WITNESS my hand and official seal this
 Eighteenth day of September A.D. 1975

Mary Ellen Hopkins
 Deputy Comptroller



STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
 hereby gives notice that ARTICLES OF DISSOLUTION of the
 "HAGERSTOWN, MARYLAND, CONGREGATION OF JEHOVAH'S WITNESSES, EAST UNIT."
 were received for record on, September 24, 1975,
 in accordance with the provisions of Sec. 77 of Art. 23 of the
 Code (1957 Edition).

William H. Riley, Jr.
 Director

ARTICLES OF DISSOLUTION
OF

"BAGERSTOWN, MARYLAND, CONGREGATION OF JEHOVAH'S WITNESSES, EAST UNIT."

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 24, 1975, at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 44374

Recorded in Liber 2214, folio 714, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Special Fee
~~Book/lat/pat~~ \$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 H. Keller



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

DEC 1 11 27 AM '75

LIBER _____ FOLIO _____

LAND
VAUGHN J. BAKER, CLERK

NORTH VALLEY CORPORATION

(A close Corporation under Article 23,
Section 100, General Corporation Law
of Maryland)

ARTICLES OF INCORPORATION

FIRST: The undersigned, Theodore Lee Welsh and Gail M. Welsh, whose Post Office address in each case is 2529 North Valley Drive, Hagerstown, Maryland 21740 and Bruce A. Winter and Jacqueline S. Winter, whose Post Office address in each case is 2528 North Valley Drive, Hagerstown, Maryland 21740, being each at least eighteen (18) years of age do hereby form a corporation under the General Laws of the State of Maryland.

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

NORTH VALLEY CORPORATION

THIRD: The Corporation shall be a close corporation as authorized by Section 100 of Article 23 of the General Corporation Law of Maryland.

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

(1) To purchase, acquire, sell, deal in, distribute, store and warehouse malt beverages, beers, ales, alcohol and other spirituous and fermented and distilled products and by-products thereof for retail sale to general public as well as to engage in the business of selling all foods, liquids, liquors, beverages and fluids that may legally be possessed, bottled and sold to the general public.

(2) To maintain, operate and conduct delicatessen stores; to buy, sell, produce and generally deal in canned goods, cheeses, baked goods, fancy foodstuffs and every other thing commonly purchasable at a store of similar nature. To establish, maintain, conduct and operate food markets, grocery

stores, bakeries and stores of every kind, nature and description; to purchase, buy, sell, exchange, grow, produce, manufacture, process, market, export, import, handle, store, distribute and otherwise generally deal in any and all articles of food, food products, household products, groceries, dairy products, wines, liquors, beverages of all kinds, meat and meat products, vegetables and vegetable products, provisions, produce, poultry, fish, game, and food supplies of all kind, both at wholesale and retail, and acquire, construct, maintain, operate, buy, sell, and deal in stores selling such goods, wares, and merchandise; to acquire, construct, establish, maintain, operate, or sell or dispose of factories, plants, warehouses, dairy plants, creameries, machinery and equipment, markets, stores, depots and gathering and delivery routes and systems for such services.

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

(4) 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.

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

FIFTH: The post office address of the principal office of the Corporation in Maryland is 2529 North Valley Drive, Hagerstown, Maryland 21740. The name and post address address of the resident agent of the Corporation in Maryland are

Theodore Lee Welsh, 2529 North Valley Drive, Hagerstown, Maryland 21740. Said resident agent is a citizen of Maryland and actually resides therein.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is Ten Thousand (10,000) shares at a 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.

SEVENTH: The number of Directors of the Corporation shall be four (4), which number may be increased pursuant to the By-laws of the Corporation, but shall never be less than one (1); and the names of the Directors who shall act until the first annual meeting or until his or their successor (s) is (are) duly chosen and qualified are: Theodore Lee Welsh, Gail M. Welsh, Bruce A. Winter and Jacqueline S. Winter.

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of such class, whether now or hereafter authorized as it may determine, except that it shall not issue nor have outstanding any securities, (including stock) which are convertible into its stock nor any voted securities other than stock nor any options, warrants or other rights to subscribe for or purchase any of its stock which are other than non-transferable.

(b) No contract or other transaction between the 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 any 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 the businesses shall be declared in dividends and paid to the Stockholders, subject, however, to the provisions of the Charter, and to direct and determine the use and disposition of such surplus or net profits.

(d) The Corporation reserves the right from time to time to make any amendments of its Charter which may now or hereafter be authorized by law, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change or 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.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class nor any right of subscription to any

thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion shall fix; and any shares of its stock 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.

NINTH: The shares of stock shall be non-assessable and shall be entitled to one (1) vote per share at all meeting of stockholders of the Corporation. Dividends may be declared thereon in such amounts and at such times as the stockholders 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.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 17 day of September, A. D., 1975.

Witness:

Margie L. Becker

Theodore Lee Welsh (SEAL)
Theodore Lee Welsh

Gail M. Welsh (SEAL)
Gail M. Welsh

Bruce A. Winter (SEAL)
Bruce A. Winter

Jacqueline S. Winter (SEAL)
Jacqueline S. Winter

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

I HEREBY CERTIFY, That on this 17 day of September, A. D., 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Theodore Lee Welsh, Gail M. Welsh, Bruce A. Winter and Jacqueline S. Winter, personally known to me to be the persons whose names are subscribed to the foregoing instrument and who did each acknowledge the foregoing Articles of Incorporation to be their respective act.

Witness my hand and official Notarial Seal.

Margaret F. Harris
Notary Public

My Commission Expires: July 1, 1978.



ARTICLES OF INCORPORATION
OF
NORTH VALLEY CORPORATION

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 18, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 44245

7
Recorded in Liber 2211, folio 304, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



PAID
Rec. Fee \$ 4.25
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

DEC 1 11 27 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION
OF

ROBERT J. WINEBRENNER, D.D.S., P.A.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Robert J. Winebrenner, whose post office address is 1916 Applewood Circle, Hagerstown, Maryland, being at least eighteen (18) years of age and licensed to practice dentistry in the State of Maryland, do, under and by virtue of the Professional Service Corporation Act, Sections 430 to 444 of the General Laws of the State of Maryland authorizing the formation of Professional Corporations, form 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:

ROBERT J. WINEBRENNER, D.D.S., P.A.

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

(a) To engage in the practice of dentistry in the State of Maryland, in conformity with the principles of ethics of the American Dental Association, through its employees and agents who are duly licensed or otherwise legally authorized to render such professional services within the State of Maryland; provided, however, that the term "employees" as used herein, shall not include clerks, secretaries, bookkeepers, technicians and other assistants who are not usually or ordinarily considered by custom and practice to be rendering professional services to the public for which a license or other legal authorization is required.

(b) To enter into and perform contracts and agreements for the purpose of rendering dental services, with any person, firm, association, corporation, hospital, municipality, county,

state, nation, or other body politic, or with any colony, dependency, or agency of any of the foregoing.

(c) To purchase, lease or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of personal property or equipment of every kind, necessary for the rendering of its professional services.

(d) To purchase, lease, or otherwise acquire, hold, maintain, develop, improve, let, convey, mortgage, sell, transfer, exchange, or in any manner encumber or dispose of real property, wherever situate, necessary for the rendering of its professional services.

(e) To invest its funds in real estate, mortgages, stocks, bonds, and other types of investments.

(f) To purchase or otherwise acquire, hold and reissue, as permitted by law, shares of its capital stock of any class.

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

(h) To consolidate or merge with another domestic professional corporation organized under the Professional

Service Corporation Act of this State to render the same specific professional services.

(i) To carry on the purposes, objectives and services of the Corporation through others for its own account, or for the account of others, or through others for its own account, or with others in a partnership or joint venture or other entity, whether as a limited or general partner, or otherwise; provided, however, that the professional services of the Corporation may only be carried on through, for or with others, authorized to render the same professional services as that of the Corporation.

The foregoing enumeration of the purposes, objects and services of the Corporation is not intended, by mention of any particular purpose, object or service, in any manner to limit or restrict the powers conferred upon the Corporation by the general laws of the State of Maryland. The Corporation is formed upon these articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relating to corporations formed under the Professional Service Corporation Act of the General Laws of this State, provided, however, that if the Corporation, at any time and for any reason ceases to be, or is disqualified from operating as, a Professional Service Corporation under and by virtue of the Professional Service Corporation Act of Maryland, it shall thereupon be converted into, and shall operate thereafter solely as a corporation under the General Laws of the State of Maryland, exclusive of the Professional Service Corporation Act.

FOURTH: That the post office address of the principal office of the Corporation in the State of Maryland is Antietam Professional Center, Suite 109, 138 East Antietam Street, Hagerstown, Maryland, 21740. The resident agent of the Corporation is Robert

J. Winebrenner, whose post office address as resident agent is 1916 Applewood Circle, Hagerstown, Maryland, 21740. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Ten Thousand (10,000) shares of common stock of the par value of Ten Dollars (\$10.00) per share, all of one class, and having an aggregate par value of One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The Corporation shall have two (2) Directors (which number may be increased or decreased, but not to be less than one (1), pursuant to the By-Laws of the Corporation) and the following named persons shall act as such until the first annual meeting or until a successor or successors are duly chosen and qualify:

Robert J. Winebrenner
1916 Applewood Circle
Hagerstown, Maryland 21740

Bruce A. Winter
2528 North Valley Drive
Hagerstown, Maryland 21740

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

(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 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, provided by law or as may be set forth in the By-laws of the Corporation.

(b) The Board of Directors shall have the power, from time to time, to fix and determine and to vary the amount

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

(c) 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 the 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.

(d) Except as otherwise provided, herein, 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 vote of shareholders, all powers of the Corporation, whether conferred by law or by these Articles, to purchase, lease or otherwise acquire

the business or assets, in whole or in part, of other corporations or unincorporated business entities organized to render the same specific professional service provided for this Corporation.

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

(f) 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 shareholders, which is more than a majority of the total number of votes entitled to be cast thereon, 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.

(g) 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 a majority of all of such stock, the terms of which are being changed, at the time outstanding by vote at a meeting or in writing with or without a meeting.

(h) The Corporation shall have such officers, as may from time to time be provided in the By-Laws, subject

to the limitations and restrictions therein; and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the By-Laws or as may be determined from time to time by the Board of Directors subject to the By-Laws.

(i) No contract or other transaction between this Corporation and any other firm, association or corporation shall in any way be affected or invalidated by the fact that any one or more of the directors of this corporation are pecuniarily or otherwise interested in or is a member, director or officer or are members, directors or officers of such firm, association or corporation; any director or directors individually or jointly or any firm, association, or corporation of which any director may be a member, may be a party or parties 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, association or corporation is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof.

EIGHTH: This Corporation shall have perpetual existence.

IN WITNESS WHEREOF, I have signed the Articles of Incorporation on the 12th day of September, 1975.

WITNESS:

Paula A. Kendle

Robert J. Winebrenner
Robert J. Winebrenner

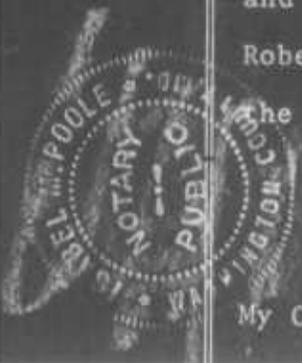
STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:-

I HEREBY CERTIFY, That on this 12th day of Sept. A. D., 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Robert J. Winebrenner, and made oath in due form of law that the foregoing Articles of Incorporation are his act and deed.

Witness my hand and official Notarial Seal.

Robert M. Poole
Notary Public

My Commission Expires: July 1, 1978.



ARTICLES OF INCORPORATION

OF

ROBERT J. WINEBRENNER, D.D.S., P.A.

approved and received for record by the State Department of Assessments and Taxation of Maryland September 18, 1975, at 8:30 o'clock A.M. as in conformity with law and ordered recorded.

A 44196

8

Recorded in Liber *2211*, folio *62*, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



PAID

Rec. Fee \$ 4.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

DEC 1 11 27 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

475

730

Received for record: Dec. 1, 1975
Time: 11:27 A.M. Liber: 24

DEC -1-75 B 12080 *****4.75

HAGERSTOWN MUFFLER, INC.

ARTICLES OF INCORPORATION

FIRST: I, ERNEST N. CORY, JR., whose post office address is 401 Main Street, Laurel, Maryland 20810, being at least twenty-one (21) years of age, am hereby forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

HAGERSTOWN MUFFLER, INC.

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

- (1) To engage in the sale and installation of automobile mufflers and other automobile parts and to engage in all activities relative to the automobile muffler business;
- (2) To engage in any lawful business associations for any lawful purpose;
- (3) To enter into partnerships, joint ventures, and other business associations for any lawful purpose;
- (4) To purchase, lease and otherwise acquire, hold, mortgage and otherwise dispose of all kinds of property, real, personal and mixed, both in this State and in any part of the world;
- (5) To do anything permitted by Section 9 of Article 23 of the Maryland Code, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is 1390 Dual Highway, Route 40, Hagerstown, Maryland 21740. The name and post office address of the Resident Agent of the Corporation in this State is Joseph M. Sipocz, 1390 Dual Highway, Route 40, Hagerstown, Maryland 21740. Said Resident Agent is an individual actually residing in this State.

OK
R. J.
W. J.
Consent

- 2 -

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is ten thousand (10,000) shares of common stock, par value \$10.00.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased, pursuant to the By-Laws of the Corporation, but shall never be less than three (3). The names of the directors, who shall act until the first annual meeting and until their successors shall be duly chosen and qualified, shall be:

Joseph M. Sipocz
June Sipocz
Robert Ingram

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 thereof:

1. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

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

3. Any director, individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director or in which any director may be interested as the holder of any amount of its capital stock or otherwise, may be a party to, or be pecuniary or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud no contract or other transaction shall be thereby affected or invalidated; provided, however, that in the event that a director, or any firm of which a director is a member, or any corporation or association of which a director may be an officer or director is so interested, such fact shall be disclosed or shall have been known to the Board of Directors of the Corporation or a majority thereof, and any director of the Corporation who is also a director or officer of or interested in such other corporation or association, or who, or the firm of which he is a member, is so interested, may be counted in determining the existence of a quorum at the meeting of the Board of Directors of the Corporation which shall authorize, ratify, or confirm any such contract or transaction, and may vote thereat to authorize, ratify, or confirm 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 association or not so interested or a member of a firm so interested.

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

EIGHTH: The Corporation shall provide any indemnification required or permitted by the laws of Maryland and shall indemnify directors, officers, agents and employees as follows:

1. The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Corporation) by reason of the fact that he is or was such director or officer or an employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit, or proceeding if he acted in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

2. The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he

is or was such a director or officer or an employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Corporation, except that no indemnification shall be made in respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the Corporation unless and only to the extent that the court in which such action or suit was brought, or any other court having jurisdiction in the premises, shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expense which such court shall deem proper.

3. To the extent that a director or officer of the Corporation has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in paragraphs 1 or 2 of this Article EIGHTH or in defense of any claim, issue, or matter therein, he shall be indemnified against expense (including attorneys' fees) actually and reasonably incurred by him in connection therewith, without the necessity for the determination as to the standard of conduct as provided in paragraph 4 of this Article EIGHTH.

4. Any indemnification under paragraph 1 or 2 of this Article EIGHTH (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of

- 6 -

the director or officer is proper in the circumstances because he has met the applicable standard of conduct set forth in paragraph 1 or 2 of this Article EIGHTH. Such determination shall be made (a) by the Board of Directors of the Corporation by a majority vote of a quorum consisting of directors who were not parties to such action, suit, or proceeding or (b) if such a quorum is not obtainable, or, even if obtainable, if such a quorum of disinterested directors so directs, by independent legal counsel (who may be regular counsel for the Corporation) in a written opinion; and any determination so made shall be conclusive.

5. Expenses incurred in defending a civil or criminal action, suit, or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding, as authorized in the particular case, upon receipt of an undertaking by or on behalf of the director or officer to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized in this Section.

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

7. Any indemnification pursuant to this Article EIGHTH shall not be deemed exclusive of any other rights to which those indemnified may be entitled and shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs, executors and administrators of such a person.

NINTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have

any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class nor or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares:

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 4th day of September, 1975, and I acknowledge the same to be my act,

[Handwritten Signature]
ERNEST N. CORY, JR.

STATE OF MARYLAND

COUNTY OF PRINCE GEORGE'S, to wit:

I HEREBY CERTIFY, that on this 4 day of September, 1975, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Prince George's, personally appeared ERNEST N. CORY, JR. and did acknowledge the foregoing Articles of Incorporation to be his act and deed.

AS WITNESS MY HAND AND SEAL.

[Handwritten Signature]
Notary Public

My Commission Expires: July 1, 1978



ARTICLES OF INCORPORATION
OF
HAGERSTOWN MUFFLER, INC.

737

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 5, 1975 at 12:00 o'clock NOON M. as in conformity
with law and ordered recorded.

A 43898

8

Recorded in Liber 2207, folio 624, 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 D. Keller



PAID

Rec. Fee \$ 4.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

DEC 1 11 27 AM '75

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION
OF
REISNER PRODUCTS, INC.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Walter S. McGlaughlin, whose post office address is 1713 Cathedral Avenue, Hagerstown, Maryland 21740; being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations hereby 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 REISNER PRODUCTS, INC.,

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

(1) To buy, sell, manufacture, fabricate and deal in all kinds, forms and combinations of sheet metal, steel, iron or other metals, or wood, or plastic, or products thereof and combinations thereof, either or any of them, and in the products of sheet metal, iron, steel or other metals, or wood, or plastic, or products thereof and combinations thereof, or either or any of them, including tools, machinery, and general supplies and specialties, and to transact a general sheet metal, steel, iron, wood or plastic manufacturing, jobbing, fabricating, machinery and supply business; also to acquire by purchase or otherwise, and own, control and operate under letter patent issued by the United States of America or by the Government of any other country whatsoever, securing any invention or improvement, under such letters patent which may be deemed necessary, convenient, expedient or useful in the prosecution of its business and to sell such patents or grant licenses to others.

(2) To lease, buy or otherwise acquire real estate and to lease, sell and dispose of the same, and to do all other things subsidiary, necessary or convenient for carrying out and into effect the main purposes and objects of the Corporation.

-2-

(3) To borrow money, and to make and issue notes, bonds, debentures, obligations and evidences of indebtedness of all kinds, whether secured by mortgage, pledge, or otherwise, without limit as to amount, and to secure the same by mortgage, pledge, or otherwise, and generally to make and perform agreements and contracts of every kind and description.

(4) To the same extent as natural persons might or could do, to purchase or otherwise acquire, and to hold, own, maintain, work, develop, sell, lease, exchange, hire, convey, mortgage, or otherwise dispose of and deal in, lands and leaseholds, and any interest, estate, and rights in real property, and any personal or mixed property, and any franchises, rights, licenses, or privileges necessary, convenient, or appropriate for any of the purposes herein expressed.

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

(6) To purchase, lease or otherwise acquire, all or any part of the property, rights, 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.

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

(9) 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 the State of Maryland.

FOURTH: The post office address of the principal office of the Corporation in this state is 69 West Baltimore Street, Hagerstown, Maryland 21740. The resident agent of the Corporation is Walter S. McGlaughlin, whose post office address is 1713 Cathedral 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 Five Thousand (5,000) shares without par value, all of one class and are designated common stock.

SIXTH: The number of 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; the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Walter S. McGlaughlin, Margaret Mazur, and P. McChesney Greger.

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

(2) 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 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.

(3) 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.

(4) Notwithstanding any provisions 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.

(5) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire

the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 28th day of August, 1975.

Harold B. Lewis
Witness

Walter S. McLaughlin
Walter S. McLaughlin

STATE OF MARYLAND, WASHINGTON COUNTY, to wit:

I HEREBY CERTIFY, that on this 28th day of August, 1975, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Walter S. McLaughlin who acknowledged the afore-going Articles of Incorporation to be his respective act.

WITNESS my hand and Notarial Seal.

Donald L. Funk
Notary Public

My commission expires: July 1, 1978



ARTICLES OF INCORPORATION
OF
REISNER PRODUCTS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 29, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 43767

7

Recorded in Liber 2206, folio 523, 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.

Bushnell H. Keller



PAID

Rec. Fee \$ 4.25

Rec. Tax \$

Trans. Tax \$

TOTAL . . . \$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

DEC 1 11 27 AM '75

LIBER _____ FOLIO _____

LAND
VAUGHN J. BAKER, CLERK

LEWIS COSS FURNITURE AND APPLIANCES, INC.

(a close corporation under Section 100)

ARTICLES OF INCORPORATION

FIRST: The undersigned, Lewis M. Coss, Mary L. Coss and Dwayne R. Coss, all whose post office address is 126 West Longmeadow Road, Hagerstown, Maryland 21740, each being at least eighteen (18) years of age, do hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is Lewis Coss Furniture and Appliances, Inc.

THIRD: The corporation shall be a close corporation as authorized by Section 100 of the General Corporation Law of Maryland.

FOURTH: The purposes for which the Corporation is formed are as follows: The Corporation shall have unlimited power to engage in the sale and resale of furniture, appliances and related items and to do any lawful acts concerning any or all lawful business for which corporations may be incorporated under the Maryland General Corporation Law.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 1019 West Washington Street, Hagerstown, Maryland 21740. The name and post office of the resident agent of the Corporation in Maryland are Lewis M. Coss, 126 West Longmeadow Road, Hagerstown, Washington County, Maryland 21740. Said resident agent is a citizen of Maryland and actually resides therein.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is one hundred thousand (100,000) shares without par value, having a stated value of one dollar (\$1.00) per share, all of one class. The following is a description of each class of stock of the Corporation with the preferences, conversion and other rights, voting powers, restrictions, limitations, as to dividends and qualifications of each class: one class only, which shall be designated as common stock, as to which class there shall be no restrictions, except that existing stockholders shall have pre-emptive rights to purchase newly issued and offered shares of stock and that no sale or transfer of stock shall be made by a stockholder without giving a right of refusal to the remaining existing stockholders.

SEVENTH: The number of directors of the Corporation shall be three (3)

ARTICLES OF INCORPORATION
OF
LEWIS COSS FURNITURE AND APPLIANCES, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 24, 1975, at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 44342

3

Recorded in Liber 2212, folio 570, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$20.00 Recording fee paid \$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 M. Keller



PAID

Rec. Fee	\$ 3.75	STATE OF MARYLAND WASHINGTON COUNTY RECEIVED FOR RECORD
Rec. Tax	\$ _____	
Trans. Tax	\$ _____	
TOTAL . . . \$		DEC 1 11 27 AM '75
		LIBER _____ FOLIO _____
		LANG VAUGHN J BAKER, CLERK

OF REAL PROPERTY BY ARTICLES OF TRANSFER

DEC-1-75 R# 12074 *****1.00

Pursuant to TITLE 3. Corporations in General, Subtitle 1. Consolidation, Merger and Transfer of Assets, Section 3-112 Property Certificate for Assessments Records of the Corporations and Associations Article (1975 Revised Code-Maryland) and Article 81 - Revenue and Taxes, Sections 277(a), 277(T), and 278A (a) and (b) of the Annotated Code of Maryland (1969 Replacement Volume and 1974 Supplement).

We hereby certify that the herein described property is being conveyed by Articles of TRANSFER, between the Transferor, Merging or Consolidating Corporation(s) herein named TRI-STATE WAREHOUSES, INC.

and the Transferee Corporation(s), Individual(s), Surviving Corporation and the New Corporation in the Consolidation herein named Lynn W. Dick and Herman E. Whitaker

REAL PROPERTY AFFECTED: (Show separately for each parcel deed reference and brief

description preferably as shown on recent tax bill.) All that parcel of land recorded in Liber 599, folio 482 among the Land Records of Washington County, Maryland, by deed dated July 30, 1975, between Tri-State Warehouses, Inc. a Maryland corporation, and Lynn W. Dick and Herman E. Whitaker, as tenants in common, said property being a portion of the Hagerstown Municipal Airport Industrial Park and is shown as Parcel No. 2 on the plat evidenced by drawing #60-016-01 on file in the Office of the City Engineer of the City of Hagerstown, Maryland, and being also the same property conveyed from the City of Hagerstown to Tri-State Warehouses, Inc. by confirmatory deed dated March 29, 1974, and recorded among the Land Records of Washington County, Maryland, in Liber 575, folio 635, less an out conveyance of approximately 2 acres from Tri-State Warehouses, Inc. to Ryder Truck Lines, Inc. by deed dated May 8, 1974, and recorded among the Land Records of Washington County, Maryland in Liber 577, folio 609.

Mailing address for receipt tax bills: Name Lynn W. Dick

Address Ross Transfer & Storage, Inc.

Airport Industrial Park

City or County, State and Zip Code

Hagerstown, Maryland 21740

"IF APPLICABLE PLEASE COMPLETE"

749

A Recordation Tax is payable pursuant to Article 81, Section 277(T) at the rate of \$1.65 per 500 of the actual consideration paid or to be paid for any real property or improvements thereto so transferred, and a Transfer Tax is payable pursuant to Article 81, Section 278A (a) and (b) at the rate of one-half of one percent (.05%) of the actual consideration paid or to be paid for the conveyance of title of real property.

We hereby acknowledge and affirm under the penalties of perjury that the herein stated consideration paid on the conveyance of title of real property is the actual amount stated herein:

CONSIDERATION \$73,517.03

TRANSFEROR CORPORATION Tri-State Warehouses, Inc.

SIGNATURE OF OFFICER *Lynn W. Dick*
Lynn W. Dick, President

For Department
use only.

As Witness to the act of the State Department
of Assessments and Taxation of Baltimore, this

25th day of September 1975

I have set my hand and caused the seal of said
Department to be hereto affixed.

Richard H. Keller
Charter Specialist

RECORDATION TAX PAID:

242.60

TRANSFER TAX PAID:

367.59

TOTAL:

610.19

PROPERTY CERTIFICATE

In accordance with Section 3-112 of the Corporation's and Association's Article, Annotated Code of Maryland, Tri-State Warehouses, Inc., a Maryland Corporation, supplies the following information to the State Department of Assessments and Taxation with regard to the real estate transferred from Tri-State Warehouses, Inc. to Lynn W. Dick and Herman E. Whitaker:

1. The real estate conveyed from Tri-State Warehouses, Inc., a Maryland Corporation, to Lynn W. Dick and Herman E. Whitaker is described in a deed filed among the Land Records of Washington County, Maryland, in Liber 599, folio 482 and dated July 30, 1975.

2. The actual consideration to be paid for the property is Seventy-three Thousand Five Hundred Seventeen Dollars and Three Cents (\$73,517.03).

STATE OF MARYLAND

OFFICE OF STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

CERTIFICATE OF ARTICLES OF TRANSFER

To the Clerk of the CIRCUIT Court for WASHINGTON COUNTY

Pursuant to Article 23, Section 66(g) (1) and (2) of the Annotated Code of Maryland, the State Department of Assessments and Taxation does hereby certify that Articles of TRANSFER has been filed in its office by Ralph H. France, II, Esq.

First Federal Bldg., 100 W. Washington St., Hagerstown, MD. 21740

which said Articles of TRANSFER were duly approved by said Department on September 25, 1975, at 8:30a.m. and in accordance with said Articles and Section of the Code, it is further certified:

(a) The name of the transferor is _____

TRI-STATE WAREHOUSES, INC. (MD. CORP.)

the name of the transferee is _____

LYNN W. DICK AND HERMAN E. WHITAKER (INDIVIDUALS)

(b) The location of the principal office of the transferee is _____

WASHINGTON COUNTY

(c) The Articles of TRANSFER are dated August 11, 1975.

(d) The time of receipt for record of the Articles of TRANSFER

in the office of the State Department of Assessments and Taxation was _____

September 25, 1975, at 8:30 a.m.

Received for record: Jan. 7, 1976
Time: 11:09 A.M. Liber: 24

JAN -7-76 Bz 15013 *****4.00

FERN E., INC.

ARTICLES OF DISSOLUTION

FERN E., INC., a Maryland Corporation having its principal office in Washington County, Maryland, hereinafter called the "Corporation", hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth, and the post office address of the principal office of the Corporation in the State of Maryland, is, Rt. #5, Box 269-A, Hagerstown, Maryland, 21740.

THIRD: The name and post office address of the resident agent of the Corporation in the State of Maryland, service of process upon whom shall bind the Corporation in any action, suit or proceeding pending or hereafter instituted or filed against the Corporation for one year after dissolution and thereafter until the affairs of the Corporation are wound up, are:

William R. Wilson, Rt. 5,
Box 269-A
Hagerstown, Maryland, 21740.

Said resident agent is an individual actually residing in this State.

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

<u>NAME</u>	<u>P. O. ADDRESS</u>
William R. Wilson	Rt. 5, Box 269-A, Hagerstown, Md.
Fern E. Wilson	Rt. 5, Box 269-A, Hagerstown, Md.
Harold H. Hoffman	138 W. Washington St., Hagerstown, Md.

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

President: William R Wilson
Vice President: Fern E Wilson
Secretary: Fern E Wilson
Treasurer: William R Wilson

W ash W

SIXTH: A majority of the entire Board of Directors of the Corporation, at a meeting duly convened and held on 1975, 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 Stockholders of the Corporation to be held on *September 11-1975*

SEVENTH: Notice stating that a purpose of the meeting of Stockholders would be to take action upon the proposed dissolution was given, as required by law, to all stockholders of the Corporation entitled to vote thereon. The dissolution of the Corporation as so proposed was authorized by the Stockholders of the Corporation at said meeting by the affirmative vote of two-thirds of all the votes entitled to be cast thereon.

EIGHTH: The dissolution of the Corporation as hereinabove set forth has been duly advised by the Board of Directors and approved by the Stockholders 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 on *August 15-1975* to all known creditors of the Corporation.

TENTH: These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland, and of the following collectors of Taxes 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:

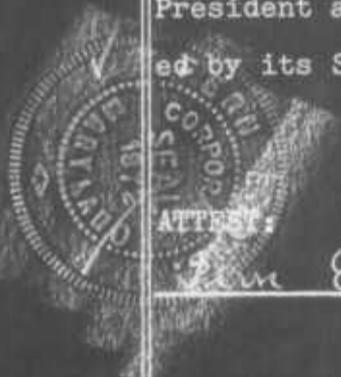
IN WITNESS WHEREOF, FERN E., INC., has caused these presents to be signed in its name and on its behalf by its President and its Corporate Seal to be hereunto affixed and attested by its Secretary on Sept. 12, 1975.

FERN E., INC.,

BY: William R. Wilson, President

ATTEST:

Sam E. Wilson, Secretary



STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I hereby certify that on this 12th day of Sept., A. D., 1975, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared William R. Wilson President of Fern E., 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 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 Official Notarial Seal the day and year last above written.

Margaret J. Greene, Notary Public

My Commission Expires: July 1, 1978



Hugh K. Troxell
TREASURER
OF
WASHINGTON COUNTY, MD.
Hagerstown, Maryland 21740

September 25, 1975

Re: Dissolution - Ferne Inc.

This is to certify - That the books and records of the County Treasurer for Washington County show that all taxes levied on assessments made by the Maryland State Department of Assessments and Taxation and billed by and payable to the County Treasurer for Washington County by

Ferne Inc.

have been paid to and including the fiscal year 1975/1976, to June 30th., 1976.

Witness the hand and seal of Harry C. Snook, County Treasurer for Washington County, Maryland, this 25th. day of September A.D., 1975.

Harry C. Snook SEAL

Harry C. Snook
Treasurer for Washington County,
Md.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the

FERNE INC.

were received for record on, September 29, 1975,

in accordance with the provisions of Sec. 77 of Art. 23 of the Code (1957 Edition).

William H. Riley, Jr.

Director



STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
P. O. BOX 468 PHONE 267-5819
ANNAPOLIS, MARYLAND 21404

LOUIS L. GOLDSTEIN
COMPTROLLER
BERNARD F. NOSSEL
CHIEF DEPUTY

GENERAL ACCOUNTING DIVISION

ARNOLD G. HOLZ, C.P.A.
DIVISION CHIEF

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

FERN E., INC.

have been paid.

WITNESS my hand and official seal this
Eighteenth day of August A.D. 1975.



[Handwritten Signature]

Deputy Comptroller

ARTICLES OF DISSOLUTION

757

OF
FERN E., INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 29, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 44491

Recorded in Liber 2214, folio 6 590, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Special Fee
~~Bonus~~ 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.

William J. Bennett



PAID
Rec. Fee \$ 4.00
Rec. Fee _____
Trans. Tax _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JAN 7 11 09 AM '76

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

4.00

ARTICLES OF DISSOLUTION OF G & R ENTERPRISES, INC.

1. The name of the Corporation is G & R Enterprises, Inc. and the post office address of its principal office in this State is 107 Appletree Lane, Williamsport, Maryland, 21795.

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 against the Corporation for one (1) year after dissolution and thereafter until the affairs of the Corporation are wound up is George K. Frick, 107 Appletree Lane, Williamsport, Maryland, 21795.

3. The names and post office addresses of the Directors of the Corporation are:

George K. Frick
107 Appletree Lane
Williamsport, Maryland 21795

Phoebe M. Frick
107 Appletree Lane
Williamsport, Maryland 21795

Richard R. Snyder
Route 13, Box 33
Williamsport, Maryland 21795

Joyce E. Snyder
Route 13, Box 33
Williamsport, Maryland 21795

4. The name, title, and post office address of each of the officers of the Corporation are:

George K. Frick, President
107 Appletree Lane
Williamsport, Maryland 21795

Richard R. Snyder, Vice-President
Route 13, Box 33
Williamsport, Maryland 21795

Joyce E. Snyder, Secretary
Route 13, Box 33
Williamsport, Maryland 21795

Phoebe M. Frick, Treasurer
107 Appletree Lane
Williamsport, Maryland 21795

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.

Attest to Signature and Corporate Seal:

Respectively submitted,
G & R Enterprises, Inc.

By George K. Frick
George K. Frick, President

Joyce E. Snyder
Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, that on this 28th day of AUGUST, A. D., 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid personally appeared George K. Frick, who acknowledged himself to be President of G & R Enterprises, Inc., and that he, as such President, being authorized so to do, executed the foregoing instrument for the purposes therein contained.

WITNESS my hand and official Notarial Seal.

Paula A. Kende
Notary Public

My Commission Expires:
July 1, 1978

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, that on this _____ day of _____, A. D., 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid personally appeared Joyce E. Snyder, who acknowledged herself to be Secretary of G & R Enterprises, Inc., and that she, as such Secretary,

was the Secretary at the meeting of the Board of Directors
advising dissolution of this Corporation 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.

Paula A. Kettle
Notary Public

My Commission Expires:
July 1, 1978



HARRY C. SNOOK
~~XXXXXXXXXXXXXXXXXXXX~~
TREASURER
OF
WASHINGTON COUNTY, MD.
Hagerstown, Maryland 21740

October 14, 1975

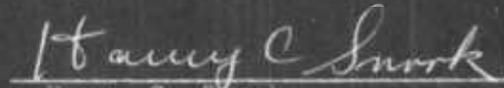
RE: Dissolution - G & R Enterprises, Inc.

This is to certify - That the books and records of the County Treasurer for Washington County show that all taxes levied on assessments made by the Maryland State Department of Assessments and Taxation and billed by and payable to the County Treasurer for Washington County by

G & R Enterprises, Inc.

have been paid to and including the fiscal year July 1, 1975 to June 30, 1976.

Witness the hand and seal of Harry C. Snook, County Treasurer for Washington County, this 14th day of October A.D., 1975.

 SEAL
Harry C. Snook
Treasurer for Washington County, Md.



CITY OF HAGERSTOWN
MARYLAND

DEPARTMENT OF REVENUE & FINANCE
CITY HALL

TAX COLL'R & TREAS.

October 14, 1975

TO WHOM IT MAY CONCERN:

I, Frances E. Couchman, Acting Tax Collector and Treasurer for THE CITY OF HAGERSTOWN, do hereby certify that the records of our office do not show any unpaid MUNICIPAL TAXES, interest or penalties owing by G & R Enterprises, Inc., 107 Appletree Lane, Williamsport, Maryland 21795, up to and including the fiscal tax year 1975-76.

Frances E. Couchman
Frances E. Couchman
Acting Tax Collector
and Treasurer

FEC/c



STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
 STATE TREASURY BUILDING
 P. O. BOX 466 PHONE 267-5819
 ANNAPOLIS, MARYLAND 21404

LOUIS L. GOLOSTEIN
 COMPTROLLER
 BERNARD F. NOSSEL
 CHIEF DEPUTY

GENERAL ACCOUNTING DIVISION
 ARNOLD G. HOLZ, C.P.A.
 DIVISION CHIEF

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

G & R ENTERPRISES, INC.
 have been paid.

WITNESS my hand and official seal this
 Second day of September A.D. 1975.

Mary Ellen Hopkins
 Deputy Comptroller



STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
 hereby gives notice that ARTICLES OF DISSOLUTION of the
 G & R ENTERPRISES, INC.

were received for record on, October 16, 1975,
 in accordance with the provisions of Sec. 77 of Art. 23 of the
 Code (1957 Edition).

William H. Riley, Jr.

Director

ARTICLES OF DISSOLUTION
OF
G & R ENTERPRISES, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 16, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 44961

Recorded in Liber 2220, folio 7 69, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Special Fee
~~None~~ paid \$ 15.00 Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Washington County

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

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

William J. Sumner



PAID
Rec. Fee \$ 4.00
Total Tax \$ _____
TOTAL ... \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JAN 7 11 09 AM '76

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

4.00

Received for record: Jan. 7, 1976
Time: 11:09 A.M. Liber: 24

765

JAN -7-76 B# 15015 *****1.00

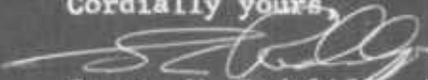
October 15, 1975

NURSERY ROAD HOLDING CORPORATION
c/o Philip M. St. Germain, Treasurer
c/o Archris Hotel Corporation
Keystone Building
99 High Street
Boston, Massachusetts 02110

Gentlemen:

This is to advise you that I hereby resign as Resident Agent of NURSERY ROAD HOLDING CORPORATION. Pursuant to Article 23, Section 8(d) of the Annotated Code of Maryland, this resignation shall be effective ten (10) days after the original counterpart of this letter has been filed with the State Department of Assessments and Taxation. You should take immediate steps to obtain a new Resident Agent.

Cordially yours,


George M. Radcliffe, Esq.
929 N. Howard Street
Baltimore, Maryland 21201

GMR:pjm

cc: State Department of Assessments
and Taxation

NOTICE OF RESIGNATION OF RESIDENT AGENT

OF

NURSERY ROAD HOLDING CORPORATION

received for record October 24, 1975 at 8:30 A.M.
and recorded on Film No. 2221 Frame No. 526 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 12628

Special Fee Paid \$3.00
Recording Fee Paid 2.00
Total \$5.00

Mr. Clerk - Mail to: Joseph J. Collopy
CORPORATION GUARANTEE &
TRUST COMPANY
Land Title Bldg.
Phila., PA 19110

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JAN 7 11 09 AM '76

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

PAID

Rec. Fee \$ 1.00

Sec. Tax \$ _____

Trans. Tax \$ _____

TOTAL . . . \$ _____

Received for record: Jan. 9, 1976
Time: 11:09 A.M. Liber: 24

767

JAN -7-76 8 15016 *****1.00

October 15, 1975

ARCHRIS HAGERSTOWN, INC.
c/o Philip M. St. Germain, Treasurer
c/o Archris Hotel Corporation
Keystone Building
99 High Street
Boston, Massachusetts 02110

Gentlemen:

This is to advise you that I hereby resign as Resident Agent of ARCHRIS HAGERSTOWN, INC., Pursuant to Article 23, Section 8(d) of the Annotated Code of Maryland, this resignation shall be effective ten (10) days after the original counterpart of this letter has been filed with the State Department of Assessments and Taxation. You should take immediate steps to obtain a new Resident Agent.

Cordially yours,



George M. Radcliffe, Esq.
929 N. Howard Street
Baltimore, Md. 21201

GMR:pjm

cc: State Department of Assessments
and Taxation

NOTICE OF RESIGNATION OF RESIDENT AGENT

OF

ARCHRIS HAGERSTOWN, INC.

received for record October 24, 1975 ², at 8:30 A.M.

and recorded on Film No. 2221 Frame No. 522 one of

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

To the clerk of the Circuit court of Washington County

AA N^o 12626

Special Fee Paid	\$3.00
Recording Fee Paid	<u>2.00</u>
Total	\$5.00

Mr. Clerk - Mail to: Joseph J. Collopy
 CORPORATION GUARANTEE &
 TRUST COMPANY
 Land Title Bldg.
 Phila., Pa. 19110

STATE OF MARYLAND
 WASHINGTON COUNTY
 RECEIVED FOR RECORD

JAN 7 11 09 AM '76

LIBER _____ FOLIO _____

LAND _____
 VAUGHN J. BAKER, CLERK

MK

PAID

Rec. Fee \$ 1.00

Rec. Tax \$ _____

Trans. Tax \$ _____

TOTAL . . . \$

Received for record: Jan. 7, 1976
Time: 11:10 A.M. Liber: 24

769

JAN -7-76 Bz 15017 *****1.00

EXTRACT FROM RESOLUTIONS OF SPECIAL MEETING OF
BOARD OF DIRECTORS OF HAGERSTOWN REALTY CO., HELD
ON OCTOBER 2, 1975

I, Frances G. Anderson, Secretary of Hagerstown Realty Co., a Maryland Corporation, do hereby certify to the State Department of Assessments & Taxation of Maryland, that the following is a true and correct Resolution of the Board of Directors of said Corporation, which Resolution appoints a new Resident Agent for the same:

Upon Resolution duly made, seconded, and unanimously carried, it was

RESOLVED: That Merle S. Elliott, C.P.A., being a citizen of the State of Maryland, and actually residing therein, having an address known as 25 North Avenue, Hagerstown, Maryland 21740, be and he is hereby appointed Resident Agent of Hagerstown Realty Co., the former Resident Agent being deceased.

Frances G. Anderson

Frances G. Anderson
Secretary of
Hagerstown Realty Co.

770

NOTICE OF CHANGE OF RESIDENT AGENT AND AGENT'S ADDRESS

OF

HAGERSTOWN REALTY CO.

received for record October 16, 1975 2, at 8:30 A.M.
 and recorded on Film No. 2221 Frame No. 152 one of
 the charter records of the State Department of Assessments and Taxation of Maryland.
 To the clerk of the Circuit court of Washington County

AA N^o 12588

Special Fee Paid \$3.00
 Recording Fee Paid 2.00
 Total \$5.00

Mr. Clerk - Mail to: T. Aubrey Kemp, Esquire
 Office Building
 Hagerstown, Maryland 21740

alk

PAID

Rec. Fee \$ 1.00
 Rec. Tax \$ _____
 Trans. Tax \$ _____
 TOTAL . . . \$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JAN 7 11 10 AM '76

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

SOUND AND ALARM SYSTEMS COMPANY

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Kenneth J. Mackley, whose post office address is 100 West Washington Street, Hagerstown, Maryland, 21740, Howard W. Gilbert, Jr., whose post office address is 100 West Washington Street, Hagerstown, Maryland, 21740, and M. Eugene McDonough, whose post office address is 820 Virginia Avenue, 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 SOUND AND ALARM SYSTEMS COMPANY.

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

(1) To manufacture, fabricate, install and maintain electronic and electro mechanical alarms and signalling systems.

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

(3) 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.

(4) 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 820 Virginia Avenue, Hagerstown, Maryland 21740. The name and post office address of the resident agent of the Corporation in this state are M. Eugene McDonough, 820 Virginia Avenue, Hagerstown, Maryland, 21740. Said resident agent is a citizen actually residing in this state.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is ten thousand (10,000) 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 M. Eugene McDonough, Genevieve L. McDonough and Helena R. Harner.

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

(2) The Board of Directors of the Corporation is hereby empowered to authorize the issuance of two hundred fifty (250) full paid and non-assessable shares of the par value of One Hundred Dollars (\$100.00) per share for the following consideration the value of which consideration is hereby stated to be not less than Twenty-five Thousand Dollars (\$25,000.00), namely:

To M. Eugene McDonough, individually, in exchange for all of his equity in the assets heretofore known as SASCO a sole proprietorship owned and operated by M. Eugene McDonough. Said assets include a 1975 Chevrolet Van, 1975 Dodge Swinger, 2 door sedan, 1972 Chevrolet pickup truck, 1971 Subaru, receivables, cash on hand, furniture and fixtures, office equipment, tools and equipment, leased equipment, and inventory of parts and materials on hand.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on October 17, 1975.

WITNESS:

Joanne Snyder
Joanne Snyder

Kenneth J. Mackley (SEAL)
Kenneth J. Mackley

Joanne Snyder
Joanne Snyder

Howard W. Gilbert, Jr. (SEAL)
Howard W. Gilbert, Jr.

Joanne Snyder
Joanne Snyder

M. Eugene McDonough (SEAL)
M. Eugene McDonough

STATE OF MARYLAND, WASHINGTON COUNTY, to -wit:

I HEREBY CERTIFY that on this 17th day of October, 1975, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Kenneth J. Mackley, Howard W. Gilbert, Jr. and M. Eugene McDonough and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.

Joanne Snyder
Notary Public
Joanne Snyder

My Commission Expires:
July 1, 1978



ARTICLES OF INCORPORATION
OF
SOUND AND ALARM SYSTEMS COMPANY

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 21, 1975, at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 45054

3

Recorded in Liber 2220, folio 649, 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



PAID
Rec. Fee \$ 3.75
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
JAN 7 11 10 AM '76
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER, CLERK

LODGE NO. 88, FRATERNAL ORDER OF POLICE, INC.

ARTICLES OF REVIVAL

Wash Co

~~The~~ LODGE NO. 88, FRATERNAL ORDER OF POLICE, INC., a Maryland Corporation, having its principal office in Hagerstown, Maryland, (hereinafter called the Corporation) hereby certifies to the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, that:

FIRST: The charter of the Corporation was forfeited on the 28th day of January, 1975, 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 LODGE NO. 88, FRATERNAL ORDER OF POLICE, INC.

THIRD: The name by which the Corporation will hereafter be known is LODGE NO. 88, FRATERNAL ORDER OF POLICE, INC.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is Box 61, Hagerstown, Maryland, Washington County; and said principal office is located in the same County in which the principal office of the Corporation was located at the time of the forfeiture of its charter.

(b) The name and post office address of the Resident Agent of the corporation in the State of Maryland is Ronald G. Norford, 1828 Gilbert Avenue, Hagerstown, Maryland 21740, the said Ronald G. Norford 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.

IN WITNESS WHEREOF, the undersigned, who were respectively the President and Treasurer of the Corporation, have signed these Articles of Revival on this 3rd day of September, 1975.

WITNESS:

Nelson S. Dunahugh (SEAL)
President

Ronald G. Norford (SEAL)
Treasurer

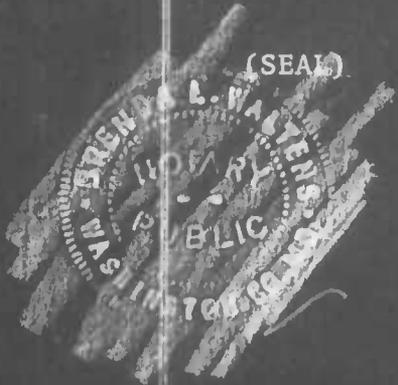
Gain R. R. R.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on this 3rd day of September, 1975, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Nelson S. Dunahugh, President, and Ronald G. Norford

Treasurer, of LODGE NO. 88, FRATERNAL ORDER OF POLICE, 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.



Brenda L. Walters
Notary Public

My Commission Expires: July 1, 1978.

ARTICLES OF REVIVAL

OF

LODGE NO. 88, FRATERNAL ORDER OF POLICE, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland October 3, 1975 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 44637

4

Recorded in Liber 2216, folio 508, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Special Fee
~~None~~ 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 H. Keller



PAID

Rec. Fee

\$ 3.75

Rec. Tax

\$

Trans. Tax

\$

TOTAL . . .

\$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JAN 7 11 10 AM '76

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

778

Received for record: Jan. 7, 1976
Time: 11:10 A.M. Liber: 24

JAN -7-76 B 15020 *****3.75

MAYS HARDWARE, INC.
ARTICLES OF AMENDMENT

Mays Hardware, 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 the "SECOND" section of the Articles of Incorporation, and inserting in lieu thereof the following:

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

"A. L. H., INC."

SECOND: The amendment to the Charter of the Corporation herein made consists only of a change in the name of the Corporation; and the said amendment was approved by vote of a majority of the entire Board of Directors at a meeting duly convened and held on August 25, 1975.

THIRD: The Amendment of the Charter of the Corporation as hereinabove set forth was duly approved on August 25, 1975, by all of the outstanding stock of the corporation of said date.

IN WITNESS WHEREOF, Mays Hardware, 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 August 25, 1975.

TEST AS TO CORP. SEAL: MAYS HARDWARE, INC.

BY: Alto LeRoy Hoover
Alto LeRoy Hoover, President

Madonna Anderson, Sec.
Madonna Anderson, Secretary

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

I HEREBY CERTIFY, That on this 25th day of August, 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Alto LeRoy Hoover, President of Mays Hardware, 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 Jedonne Anderson, and made oath in due form of law that she was Secretary of the meeting of the Board of Directors of said corporation at which the Amendment of the Charter of the Corporation therein set forth was 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 the day and year last above written.

Eunice C. Statelmeyer
Notary Public

My Commission Expires:
July 1, 1978

ARTICLES OF AMENIMENT

OF

MAYS HARDWARE, INC.

changing its name to:

A. L. H., INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland September 29, 1975, at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 44463

3

Recorded in Liber 2214, folio 453, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

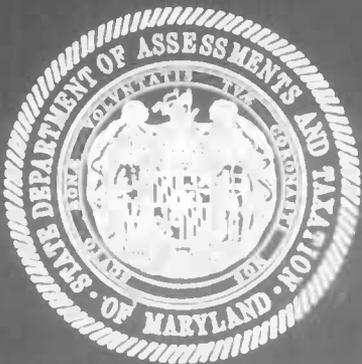
Bonus tax paid \$-----Recording fee paid \$15.00-----

To the clerk of the Circuit Court of Washintgon County

IT IS HEREBY CERTIFIED, that 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



PAID

Rec. Fee \$ 3.75
Imp. Tax \$
Bonus Tax \$
TOTAL . . . \$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JAN 7 11 10 AM '76

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION
OF
ROARING 20'S VEHICLE UNIT, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Roy E. Faulder, whose post office address is Route #2, Boonsboro, Maryland 21713; Leon W. French, whose post office address is Route #1, Clear Spring, Maryland 21722; and F. Lee Moats, whose post office address is 808 Woodland Way, 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: The name of the Corporation (which is hereinafter called the "Corporation") is:

ROARING 20'S VEHICLE UNIT, INC.

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

1. To assist the uniformed bodies of the Ali Ghan Shrine Temple in parades and other public exhibitions.
2. To assist the members of this Corporation in becoming proficient in the tactics of displaying and maneuvering parade type motor vehicles.
3. To participate in parades and other public exhibitions and to compete for prize money or be awarded compensation for participation in such parades or public exhibitions and to donate the profits for the use of the Shriner's Crippled Children's Hospital or Burns Institute.
4. To buy, sell, pledge, encumber or own motor vehicles used in parades or public exhibitions and also larger vehicles used for the purpose of transporting the smaller parade vehicles.

5. To borrow money to be used for the purpose of maintaining the motorized unit and necessary accessory vehicles to further the objectives of this Corporation.

FOURTH: The post office address of the principal office of the Corporation in this State is Route #2, Boonsboro, Maryland 21713; the resident agent of the Corporation is Roy E. Faulder, whose post office address is Route #2, Boonsboro, Maryland 21713. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: There shall be no authorized capital stock of the Corporation.

SIXTH: The Corporation shall have three Directors, and Roy E. Faulder, Leon W. French and F. Lee Moats shall act as such until the first annual meeting, or until their successors are duly chosen and qualify. The number of Directors may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 10th day of October, A.D., 1975.

WITNESS:

<u>Sharon L. Tugg</u>	<u>Roy E. Faulder</u> Roy E. Faulder (SEAL)
<u>Alfred J. French</u>	<u>Leon W. French</u> Leon W. French (SEAL)
<u>F. Lee Moats</u>	<u>F. Lee Moats</u> F. Lee Moats (SEAL)

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 10th day of October,
A. D., 1975, before me, the subscriber, a Notary Public for the
State and County aforesaid personally appeared Roy E. Faulder,
Leon W. French and F. Lee Moats, known to me to be the persons
whose names are subscribed to the foregoing Articles of
Incorporation and they did each acknowledge the same to be
their respective act and deed and they executed the same for
the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my Hand and
Official Notarial Seal.



Sharon L. Lugg
Notary Public

Commission expires
July 1, 1978

ARTICLES OF INCORPORATION
OF
ROARING 20's VEHICLE UNIT, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 14, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 44903

Recorded in Liber 2219, folio 456⁴, 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



PAID
Rec. Fee \$ 3.75
Doc. Tax \$
Trans. Tax \$
TOTAL . . . \$

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
JAN 7 11 10 AM '76
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION

lu

FIRST: The undersigned, Lloyd M. Smith, whose post office address is R.D.#4, Waynesboro, Pennsylvania, being at least eighteen years of age does hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation is HALFWAY AUTO PARTS, INC.

THIRD: The purposes for which the corporation is formed are as follows: To purchase, sell, distribute and otherwise deal in new and used automobile parts and related products;

For any other lawful business purpose for which a corporation can be formed pursuant to the laws of the State of Maryland.

FOURTH: The post office address of the principal office of the Corporation in Maryland will be 2322 Virginia Avenue, Hagerstown, Maryland. *21740*
The name and post office address of the resident agent of the Corporation in Maryland are Stephen E. Patterson, P.O. Box 644, Blue Ridge Summit, Franklin County, Pennsylvania (street address, Military Road, Highfield, Washington County, Maryland). Said resident agent is a citizen 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 1,500,000 shares divided into 1,000,000 shares of Class A common stock with par value of 1¢ and 500,000 shares of Class B common stock with par value of 1¢.

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.

A. Both classes of common stock shall be identical for

preferences, conversions, restrictions, limitations as to dividends, qualifications, etc. except that each share of Class B common stock in any shareholder vote or election shall be equal to 10 shares of Class A common stock.

B. The shareholders of both classes shall have the right of cumulative voting for the election of directors and are entitled to share rateably in the assets of the corporation in the event of liquidation.

C. Dividends may be paid on the common stock when and as determined by the Board of Directors of the Corporation out of the funds legally available therefor.

D. Shareholders do not have pre-emptive rights to subscribe for shares of stock or securities convertible into common stock.

E. The outstanding common stock, when duly issued by the Corporation, will be fully paid and non-assessable.

F. No restriction shall be placed on the transfer of common stock other than by agreement of all shareholders except that any transfer determined judicially, administratively or by legal counsel of the corporation, to be in violation of any state or federal law or regulation, shall be voidable by the Corporation if the Corporation is a party to such transfer and shall be void if the Corporation is not a party to such transfer.

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 qualified are Lloyd M. Smith, Gladys Smith and Gregory H. Smith.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on October 3 1975.

Witness:

Betty L. Rodger

Lloyd M. Smith
Lloyd M. Smith

COMMONWEALTH OF PENNSYLVANIA :
: SS
COUNTY OF FRANKLIN :

I HEREBY CERTIFY that on October 3 1975, before me,
the subscriber, a notary public of the Commonwealth of Pennsylvania in
and for the County of Franklin, personally appeared Lloyd M. Smith
and acknowledged the foregoing Articles of Incorporation to be
his act.

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

Betty P. Rodgers
Notary Public My com. exp: 9/22/79
I maintain my office in Waynesboro,
Franklin County, Pennsylvania

RECEIVED	FILED	INDEXED	SEARCHED

OCT 10 8 22 AM '75

ARTICLES OF INCORPORATION
OF
HALFWAY AUTO PARTS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 6, 1975, at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 44663

4

Recorded in Liber 1217, folio 427, 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



PAID

Rec. Fee \$ 3.75

Rec. Tax \$ _____

Trans. Tax \$ _____

TOTAL \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JAN 7 11 10 AM '76

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

Received for record: Jan. 7, 1976
Time: 11:10 A.M. Liber: 24

789

JAN -7-76 B# 15023 *****4.25

ARTICLES OF INCORPORATION
OF
DRYDOCK RESTAURANT & LOUNGE, INC.

THIS IS TO CERTIFY:

FIRST: That I, Richard W. Lauricella, whose post office address is 123 West Washington Street, Hagerstown, Maryland 21740, being over twenty-one years of age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, intend to form a corporation by the execution and filing of these Articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is DRYDOCK RESTAURANT & LOUNGE, INC.

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

(a) To engage in retail and wholesale food services, including preparation, distribution and sale of quality food items to the public and all other services related thereto and inherent therein.

(b) To improve, manage, develop, sign, assign, transfer, lease, mortgage, grant a security interest in, pledge, or otherwise dispose of or deal with all or any part of the property of the Corporation and from time to time to vary any investment or employment of funds of the Corporation.

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

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

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

(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 of assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes or other obligations of the Corporation for its corporate purposes.

(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 permitted, 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 27 South Potomac Street, Hagerstown, Maryland, 21740. The resident agent of the Corporation is Richard W. Lauricella, whose post office address is 123 West Washington Street, Hagerstown, Maryland, 21740. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has 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 number of Directors of the Corporation shall be three (3), which number may be increased pursuant to the By-Laws of the Corporation but shall never be less than three (3); the names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Robert Harbaugh, Donald Myers and Richard W. Lauricella.

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

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

total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 19th day of September 1975.

Witness:

Marian Marshall

Richard W. Lauricella
Richard W. Lauricella

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 19th day of Sept. , 1975, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Richard W. Lauricella and acknowledge the foregoing Articles of Incorporation to be his act and deed.

WITNESS my hand and Notarial Seal.

Marian Marshall
Notary Public

My Commission expires:

7/1/78

KAYLOR, SPENCE
AND LAURICELLA
ATTORNEYS AT LAW
HAGERSTOWN, MARYLAND

ARTICLES OF INCORPORATION

OF

DRYDOCK RESTAURANT & LOUNGE, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland September 26, 1975 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 44442

Recorded in Liber 2214, folio 341, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 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 W. Keller



PAID

Rec. Fee \$ 4.25
Doc. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JAN 7 11 10 AM '76

LIBER _____ FOLIO _____

LAND
VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION
OF
MAYS HARDWARE, CORP.

THIS IS TO CERTIFY:

FIRST: That the undersigned, Charles E. Linton, Route #1, Box 74, Kearneysville, West Virginia, Mary Lee Linton, Route #1, Box 74, Kearneysville, West Virginia, and John David Linton, Inwood, West Virginia, all over eighteen (18) years of age, do hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "corporation"), is: "MAYS HARDWARE, CORP."

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

(a) To carry on a general hardware business, including the purchase and sale of all kinds of hardware at wholesale and retail, and to lease, buy, hold and sell all such property, real or personal, as may be necessary to the prosecution of the said business.

(b) 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.

(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: 34 Long Meadow Shopping Center, Hagerstown, Maryland, 21740. The Resident Agent of the corporation is: Kent Nicholas Oliver, 202 Maryland National Bank Bldg. whose post office address is: P.O. Box 1269, Hagerstown, Maryland, 21740. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation shall have not less than three (3) directors, nor more than seven (7) directors, which number may be increased by amending the By-Laws of the corporation. The following three (3) persons shall act as directors of the corporation until the first annual meeting, or until their successors are duly chosen and qualify: Charles E. Linton, Mary Lee Linton and John David Linton.

SIXTH: The total number of shares of stock which the corporation has authority to issue is one thousand (1,000) shares of no par value stock, all of one class.

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 are hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such 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 by the By-Laws of the corporation.

(d) 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 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.

(e) 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 hereunto signed these Articles of Incorporation this 25 day of September, 1975.

WITNESS:

Larry C. Lerner

Charles E. Linton (seal)
Charles E. Linton

Kurt M. Allen

Mary Lee Linton
Mary Lee Linton

Kurt M. Allen

John David Linton
John David Linton

STATE OF WEST VIRGINIA, COUNTY OF _____, to-wit:

I HEREBY CERTIFY, That on this 25 day of September, 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Charles E. Linton, Mary Lee Linton and John David Linton, and each acknowledged the foregoing Articles of Incorporation to be their voluntary act and deed.

WITNESS my hand and Notarial Seal.

Robert E. Taylor
Notary Public



My Commission Expires:

My Commission Expires July 19, 1983

ARTICLES OF INCORPORATION
OF
MAYS HARDWARE, CORP.

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 29, 1975, at 9:05 o'clock A.M. as in conformity
with law and ordered recorded.

A 44464

7

Recorded in Liber 2214, folio 456, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



PAID

Rec. Fee \$ 4.25
Per. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JAN 7 11 10 AM '76

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION
OF
R. L. W., INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Robert C. Geiser, whose post office address is 8440 Ridgecrest Drive, West Chester, Ohio 45069; Lorraine D. Geiser, whose post office address is 8440 Ridgecrest Drive, West Chester, Ohio 45069; and Wilmer E. Oswald, whose post office address is Route #1, Smithsburg, Maryland 21783, 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

R. L. W., 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 and restaurant for the sale of beer, wine, distilled spirits, foods, sundry merchandise, and other allied business.

(b) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class, and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge, or otherwise dispose of, any shares of the stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities of evidence of indebtedness issued or created by, any other corporation or association, organized under the Laws of the State of Maryland or of any other state, territory, district, colony, or

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

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

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

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purposes, object or business, in any manner to limit

CHARLES C. GRICE
ATTORNEY AND COUNSELLOR
AT LAW
HAGERSTOWN, MD. 21740
GRICE BUILDING
13011 739-4455

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

FOURTH: The post office address of the principal office of the Corporation in this State is 7 North Main Street, Smithsburg, Maryland 21783. The resident agent of the Corporation is Wilmer E. Oswald, whose post office address is Route #1, Smithsburg, Maryland 21783. Said resident agent is a citizen of the State of Maryland and actually resides therein.

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

SIXTH: The Corporation shall have three (3) directors and Robert C. Geiser, Lorraine D. Geiser and Wilmer E. Oswald, 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 for the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without a 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 of or officers of, such other corporation; and any directors individually, or any firm in which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

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

CHARLES C. GRICE
ATTORNEY AND COUNSELLOR
AT LAW
HAGERSTOWN, MD. 21740
GRICE BUILDING
(301) 739-4455

(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 amendments 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 such stock at the time outstanding, by a vote at a meeting or in writing with or without a meeting.

(e) No holder of stock of the Corporation of whatever class, shall have any preferential right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such prices 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 classes of stock at the time existing to the exclusion of any or all other classes at the time existing.

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

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

the conversion rights of such shares.

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 3rd day of October, A. D. 1975.

WITNESS:

Charlotte Eichelberger

Robert C. Geiser (SEAL)
Robert C. Geiser

Lorraine D. Geiser (SEAL)
Lorraine D. Geiser

Wilmer E. Oswald (SEAL)
Wilmer E. Oswald

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 3rd day of October, A. D. 1975, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Robert C. Geiser, Lorraine D. Geiser and Wilmer E. Oswald, and severally acknowledged the foregoing Articles of Incorporation to be their act and deed.

Witness my hand and Official Notarial Seal.

Charlotte Eichelberger
Notary Public

My Comm. Ex: July 1, 1978

CHARLES C. GRICE
ATTORNEY AND COUNSELLOR
AT LAW
HAGERSTOWN, MD. 21740
GRICE BUILDING
120 N. 3RD ST.



ARTICLES OF INCORPORATION
OF
R. L. W., INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 6, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 44691

Recorded in Liber 2217, folio 563, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



PAID

Rec. Fee \$ 4.25
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
JAN 7 11 10 AM '76
LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION
OF
SOLAR 1 SALES CORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Larry Maurice Cool, whose Post Office address is Box 151A, Route 3, Smithsburg, Maryland 21783; Maurice D. Cool, Box 151, Smithsburg, Maryland 21783; and Robert Lee McCoy, 1 West Green Street, Funkstown, Maryland 21734; each being at least eighteen (18) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, act as incorporators 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:

SOLAR 1 SALES CORPORATION

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

(1) To promote, sell, advertise, distribute, merchandise, deal in, manufacture and market solar heating plants or systems, apparatus for the collection, generation and storage of solar heat and energy, as well as all component parts, systems and fixtures, as well as the right to promote, sell, advertise, distribute, manufacture and market any and all other energy conserving products of any kind or description.

(2) To create a complete sales and engineering portfolio to train individuals to promote the sale and distribution of solar heating products or energy conserving products, to designate, establish and form distributorships and dealerships for the promotion and sale of such solar heating products or energy conserving devices.

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

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

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

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

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

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

(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, objects or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict 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 1 West Green Street, Funkstown, Maryland 21734; the resident agent of the corporation is Larry Maurice Cool, whose post office address is Route #3, Box 151A, Smithsburg, Maryland 21783. 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 directors, and Larry Maurice Cool, Maurice D. Cool, Lynn F. Meyers and Robert Lee McCoy, 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 nor more than seven.

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

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

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

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

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

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

(5) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convert-

ible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

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

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

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 14th day of OCTOBER, A. D., 1975.

Witness:

Paula A. Kendle

Larry Maurice Cool (SEAL)
Larry Maurice Cool

Maurice D. Cool (SEAL)
Maurice D. Cool

Robert Lee McCoy (SEAL)
Robert Lee McCoy

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

I HEREBY CERTIFY, That on this 14th day of OCTOBER, A. D., 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Larry Maurice Cool, Maurice D. Cool and Robert Lee McCoy, who did each acknowledge the foregoing Articles of Incorporation to be his act.

Witness my hand and official Notarial Seal.

Paula A. Kendle
Notary Public



My Commission Expires:
July 1, 1978.

ARTICLES OF INCORPORATION
OF
SOLAR 1 SALES CORPORATION

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 16, 1975, at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 44944

Recorded in Liber 2219, folio 689, 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 H. Keller



PAID

Rec. Fee \$ 5.25
Rec. Tax \$ _____
Trans. Tax \$ _____
TOTAL . . . \$ _____

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JAN 7 11 10 AM '76

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION

OF

HAGERSTOWN EYE SPECIALISTS, DRS. RUSSELL, RIFFLE & KEENER, P. A.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Robert M. Russell, whose post office address is 826 Forrest Drive, Hagerstown, Maryland, 21740; John E. Riffle, whose post office address is 1021 St. Clair Street, Hagerstown, Maryland, 21740 and Wilmer J. Keener, whose post office address is 2602 Breezewood Drive, Hagerstown, Maryland, 21740, being at least eighteen (18) years of age and licensed to practice medicine in the State of Maryland, do, under and by virtue of the Professional Service Corporation Act, Sections 430 to 444 of the General Laws of the State of Maryland authorizing the formation of Professional Corporations, form 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:
HAGERSTOWN EYE SPECIALISTS, DRS. RUSSELL, RIFFLE & KEENER, P. A.

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

(a) To engage in the practice of medicine, with the specialty of ophthalmology, in the State of Maryland, in conformity with the principles of ethics of the American Medical Association, through its employees and agents who are duly licensed or otherwise legally authorized to render such professional services within the State of Maryland; provided, however, that the term "employees" as used herein, shall not include clerks, secretaries, bookkeepers, technicians and other assistants who are not usually or ordinarily considered by custom and practice to be rendering professional services to the public for which a license or other legal authorization is required.

(b) To enter into and perform contracts and agreements for the purpose of rendering medical services, with any person, firm, association, corporation, hospital, municipality, county, state, nation, or other body politic, or with any colony, dependency, or agency of any of the foregoing.

(c) To purchase, lease or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of personal property or equipment of every kind, necessary for the rendering of its professional services.

(d) To purchase, lease, or otherwise acquire, hold, maintain, develop, improve, let, convey, mortgage, sell, transfer, exchange, or in any manner encumber or dispose of real property, wherever situate, necessary for the rendering of its professional services.

(e) To invest its funds in real estate, mortgages, stocks, bonds, and other types of investments.

(f) To purchase or otherwise acquire, hold and reissue, as permitted by law, shares of its capital stock of any class.

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

(h) To consolidate or merge with another domestic professional corporation organized under the Professional Service Corporation Act of this State to render the same specific professional services.

(i) To carry on the purposes, objectives and services of the Corporation through others for its own account, or for the account of others, or through others for its own account, or with others in a partnership or joint venture or other entity, whether as a limited or general partner, or otherwise; provided, however, that the professional services of the Corporation may only be carried on through, for or with others, authorized to render the same professional services as that of the Corporation.

The foregoing enumeration of the purposes, objects and services of the Corporation is not intended, by mention of any particular purpose, object or service, in any manner to limit or restrict the powers conferred upon the Corporation by the general laws of the State of Maryland. The Corporation is formed upon these articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relating to corporations formed under the Professional Service Corporation Act of the General Laws of this State, provided, however, that if the Corporation, at any time and for any reason ceases to be, or is disqualified from operating as, a Professional Service Corporation under and by virtue of the Professional Service Corporation Act of Maryland, it shall thereupon be converted into, and shall operate thereafter solely as a corporation under the General Laws of the State of Maryland, exclusive of the Professional Service Corporation Act.

FOURTH: That the post office address of the principal office of the Corporation in the State of Maryland is 251 East

Baltimore Street, Hagerstown, Maryland, 21740. The resident agent of the Corporation is Robert M. Russell, whose post office address as resident agent is 826 Forrest 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 Ten Thousand (10,000) shares of common stock of the par value of Ten Dollars (\$10.00) per share, all of one class, and having an aggregate par value of One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The Corporation shall have three (3) Directors (which number may be increased or decreased, but not to be less than one (1), pursuant to the By-Laws of the Corporation) and the following named persons shall act as such until the first annual meeting or until a successor or successors are duly chosen and qualify:

Robert M. Russell
John E. Riffle
Wilmer J. Keener

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

(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 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, provided by law or as may be set forth in the By-laws of the Corporation.

(b) The Board of Directors shall have the power, from time to time, to fix and determine and to vary the amount

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

(c) 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 the 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.

(d) Except as otherwise provided, herein, 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 vote of shareholders, all powers of the Corporation, whether conferred by law or by these Articles, to purchase, lease or otherwise acquire

the business or assets, in whole or in part, of other corporations or unincorporated business entities organized to render the same specific professional service provided for this Corporation.

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

(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 shareholders, which is more than a majority of the total number of votes entitled to be cast thereon, 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.

(g) 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 a majority of all of such stock, the terms of which are being changed, at the time outstanding by vote at a meeting or in writing with or without a meeting.

(h) The Corporation shall have such officers, as may from time to time be provided in the By-Laws, subject

to the limitations and restrictions therein; and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the By-Laws or as may be determined from time to time by the Board of Directors subject to the By-Laws.

(i) No contract or other transaction between this Corporation and any other firm, association or corporation shall in any way be affected or invalidated by the fact that any one or more of the directors of this corporation are pecuniarily or otherwise interested in or is a member, director or officer or are members, directors or officers of such firm, association or corporation; any director or directors individually or jointly or any firm, association, or corporation of which any director may be a member, may be a party or parties 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, association or corporation is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof.

EIGHTH: This Corporation shall have perpetual existence.

IN WITNESS WHEREOF, we have signed the Articles of Incorporation on the 29th day of SEPTEMBER, 1975.

Robert M. Russell
Robert M. Russell

WITNESS:

Paul A. Kendle

John E. Riffle
John E. Riffle

Wilmer J. Keener
Wilmer J. Keener

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

I HEREBY CERTIFY, That on this 29th day of SEPTEMBER, A. D., 1975, before me, the subscriber, a Notary Public in

and for the State and County aforesaid, personally appeared Robert M. Russell, John E. Riffle and Wilmer J. Keener, who made oath in due form of law that the foregoing Articles of Incorporation are their act and deed.

Witness my hand and official Notarial Seal.

Paul A. Kendle
Notary Public



My Commission Expires: July 1, 1978.

ARTICLES OF INCORPORATION
OF

HAGERSTOWN EYE SPECIALISTS, DRs. RUSSELL, RIFFLE & KEENER, P. A.

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 1, 1975, at 8:30 o'clock AM. as in conformity
with law and ordered recorded.

A 44567

Recorded in Liber 2215, folio 306, 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 W. Keller



PAID
Rec. Fee \$ 5.25
Rec. Tax \$
Trans. Tax \$
TOTAL . . . \$
STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
JAN 7 11 11 AM '76
LIBER _____ FOLIO _____
LAND
VAUGHN J. BAKER, CLERK

RECEIVED FOR RECORD February 18, 1976 at 2:19 P.M.
LIBER 24.

FEB 18-76 A# 18208 *****3.75

NATIONAL CRAFTS LTD.

(a close corporation under Corporations and
Associations Article, Title 4)

ARTICLES OF INCORPORATION

I, Noel P. Clark, Gapland Road, Gapland, Maryland 21736,
natural person of the age of eighteen years or more, acting as
incorporator of a corporation under the Annotated Code of Mary-
land, adopt the following Articles of Incorporation for such
corporation:

ARTICLE I - NAME

The name of this corporation is National Crafts Ltd.

ARTICLE II - CLOSE CORPORATION

This corporation shall be a close corporation as
authorized by Title 4 of the Corporations and Associations Article.

ARTICLE III - DURATION

The duration of this corporation is perpetual.

ARTICLE IV - PURPOSES

The purposes for which this corporation is organized
are:

a. To produce, exhibit, present, represent, license
and otherwise deal in and with arts and crafts shows and fairs, to
represent as agent and otherwise craftsmen and artists, and to
license others to produce, exhibit, present, represent, license
and otherwise deal in and with arts and crafts shows and fairs.
To design, manufacture, buy and sell, at wholesale and retail,
any and all types of arts and crafts.

To publish, print, sell, circulate and distribute
magazines, newspapers, periodicals, pamphlets, leaflets and
advertisements; to print and bind books of all kinds; to sell
advertisements and copyright articles and do general printing
and lithographing of all kinds, and generally to do all things done
by those engaged in a similar business.

To employ any personnel necessary to effectively
carry out the object of the corporation. To acquire the necessary
real estate and facilities to carry out the above objectives.

b. To acquire by purchase, exchange, gift, bequest,
subscription or otherwise, and to hold, own, mortgage, pledge,
hypothecate, sell, assign, transfer, exchange or otherwise dis-
pose of or deal in or with its own corporate securities or stock
or other securities, including without limitations, any shares
of stock, bonds, debentures, notes, mortgages, or other obligations,

WEINBERG, MICHEL
& STERN
10 WEST COLLEGE TERRACE
AND
106 WEST SECOND STREET
FREDERICK, MARYLAND

and any certificates, receipts or other instruments representing rights or interests therein or any property or assets created or issued by any person, firm, association, or corporation, or any government or subdivisions, agencies or instrumentalities thereof; to make payment therefor in any lawful manner or to issue in exchange therefor its own securities or to use its unrestricted and unreserved earned surplus for the purchase of its own shares, and to exercise as owner or holder of any securities, any and all rights, powers and privileges in respect thereof.

c. To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the subjects herein enumerated, or which may at any time appear conducive to or expedient for protection or benefit of this corporation, and to do said acts as fully and to the same extent as natural persons might, or could do, in any part of the world as principals, agents, partners, trustees or otherwise, either alone or in conjunction with any other person, association or corporation.

d. The foregoing clauses shall be construed both as purposes and powers and shall not be held to limit or restrict in any manner the general powers of the corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Maryland; and it is the intention that the purposes and powers specified in each of the paragraphs of this Article III shall be regarded as independent purposes and powers. The nature of the business and the objects and purposes to be transacted, promoted, or carried on by the corporation are to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Maryland.

ARTICLE V - STOCK

The aggregate number of shares which this corporation shall have authority to issue is 50,000 shares of "par value" stock at \$1.00 per share. All stock of the corporation shall be of the same class, common, and shall have the same rights and preferences. Fully-paid stock of this corporation shall not be liable to any further call or assessment.

ARTICLE VI - AMENDMENT

These Articles of Incorporation may be amended by the affirmative vote of a majority of the shares entitled to vote on each such amendment.

ARTICLE VII - SHAREHOLDER RIGHTS

The authorized and treasury stock of this corporation may be issued at such time, upon such terms and conditions and for such consideration as the Board of Directors shall determine. Shareholders shall have pre-emptive rights to acquire unissued shares of the stock of this corporation.

ARTICLE VIII - INITIAL OFFICE AND AGENT

The post office address of the principal office of the corporation in Maryland is: Gapland Road, Gapland, Maryland 21736. The name and post office address of the resident agent of the corporation in Maryland is: Noel P. Clark, Gapland Road, Gapland, Maryland 21736. Said resident agent is a citizen of Maryland and actually resides therein.

ARTICLE IX - DIRECTORS

After the completion of the organizational meeting of the directors and the issuance of one or more shares of stock of the corporation, the corporation shall have no board of directors. Until such time, the corporation shall have one director, whose name is Noel P. Clark.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act on the

23 day of OCTOBER, 1975.

WITNESS:

Laury Lacy
 LAURY LACY

Noel P. Clark
 Noel P. Clark

ARTICLES OF INCORPORATION
OF
NATIONAL CRAFTS LTD.

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 30, 1975, at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 45309

4

Recorded in Liber 2223, folio 614, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$20.00 Recording fee paid \$15.00 3.75

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

FEB 18 2 19 PM '76

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAFFA, CLERK

RECEIVED FOR RECORD February 18, 1976
at 2:19 P.M. LIBER 24

831

FEB 18-76 A 18209 *****3.75

ARTICLES OF INCORPORATION

OF

LAWN-A-MAT OF THE TRI STATE AREA, INC.

THIS IS TO CERTIFY:

FIRST: That we, Louis W. Dittmann and Wanda L. Dittmann, his wife, whose mailing address is Box 157 - Route 1, Falling Waters, West Virginia 25419, and Thomas M. Gossard, whose mailing address is 11 Decker Avenue, Hagerstown, Maryland 21740, all 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: "Lawn-A-Mat of the Tri State Area, Inc."

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

(a) To purchase, sell, create, manufacture, dispose and formulate material (products) relating to the care and treatment of lawn and soil.

(b) To engage in the treatment and care of lawn and soil, ie: fertilization, weed control, pest control, insect control, cutting and trimming of shrubs.

(c) To develop, improve, purchase, lease, exchange, sell and dispose of machinery relating to the care and treatment of lawn and soil.

(d) To develop and improve methods relating to the care and treatment of lawn and soil.

(e) To purchase, improve, develop, lease, exchange, sell, dispose, of and 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 building belonging to or to

be acquired by this company or any other person, firm or corporation.

(f) To engage in the sale of lawn care products and to own, hold, lease, rent, or sell such business or businesses.

(g) To buy and sell, wholesale or retail, any and every type of lawn care product in bottle, bag, keg, or container of every kind or description.

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

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

FOURTH: The post office address of the principal office of the Corporation in this state is: 914 Corbett Street, Hagerstown, Maryland 21740, the name and post office address of the Resident Agent of the Corporation in this state is: Thomas M. Gossard, 11 Decker Avenue, Hagerstown, Maryland 21740. The said Resident Agent is an individual actually residing in this state.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) shares of the par value of One Hundred (\$100.00) Dollars per share, all of one class 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: Louis W. Dittman, and Wanda L. Dittmann, and Thomas M. Gossard.

SEVENTH: The management of the property, business and affairs of the Corporation shall be vested in the Board of Directors, who

shall dictate its general business policy and, subject to any provisions of the Statute or to the vote of its stockholders, determine all matters and questions pertaining to its business and affairs.

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

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

3. The Board of Directors shall have the power to mortgage the property of the Corporation from time to time, without the approval of the stockholders, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

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

5. The above granted powers of the Corporation and to the Board of Directors thereof are in furtherance of and not in limitation

of the general powers conferred by law upon the Directors of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 13th day of October, 1975.

WITNESS:

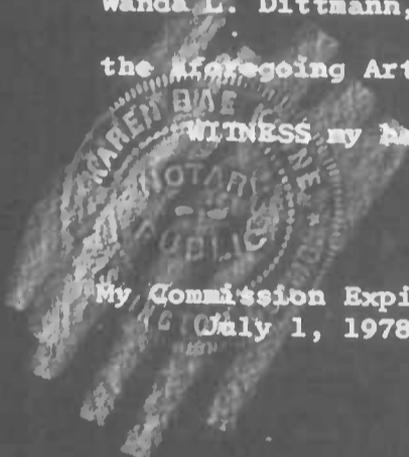
[Handwritten signatures of witnesses]

Louis W. Dittmann (SEAL)
Louis W. Dittmann
Wanda L. Dittmann (SEAL)
Wanda L. Dittmann
Thomas M. Gossard (SEAL)
Thomas M. Gossard

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 13th day of October, 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Louis W. Dittmann and Wanda L. Dittmann, his wife, and Thomas M. Gossard, and acknowledged the foregoing Articles of Incorporation to be their act and deed.

WITNESS my hand and Official Notarial Seal.



Karen Rae Kline

Notary Public

My Commission Expires:
July 1, 1978

ARTICLES OF INCORPORATION
OF
LAWN-A-MAT OF THE TRI STATE AREA, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 4, 1975, at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 45439

5

Recorded in Liber 2225, folio 131, 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 3.75

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

FEB 18 2 19 PM '76

LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BAKER, CLERK

ARTICLES OF INCORPORATION

BURKHART & MATHENY PLUMBING & HEATING CO. INC.

This is to certify:

That we, the subscribers:

Ronald L. Burkhart, Post Office address, 2407 Reedy Parkway,
Hagerstown, Maryland 21740

James H. Matheny, Post office address, Route No. 1
Williamsport, Maryland 21795

Walter J. Nye, Post office address, 636 Jefferson St.
Hagerstown, Maryland 21740

all being at least of full legal age of 18 years, do, under and by virtue of the Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation pursuant to the following:

ARTICLE I: The name of the Corporation is

BURKHART & MATHENY PLUMBING & HEATING CO. INC.

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

(a) To operate a business of contractor for installation of all types of plumbing and heating equipment and facilities in residential, commercial and industrial applications.

(b) To exercise all or any of the General powers conferred upon Maryland Corporations by Article 23 Section 9 of the Annotated Code of Maryland, 1957 Edition as amended.

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

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

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

Route I, Williamsport, Maryland 21795

The name and address of the resident agent shall be
James H. Matheny, Route 1, Box 285 Williamsport, Md.
21795

ARTICLE IV: The total number of shares of stock which the Corporation has authority to issue is two hundred (200) shares, all of which shall be common stock having a par value of One Hundred Dollars (\$100.00) per share, the aggregate par value of all said shares being Twenty Thousand Dollars (\$20,000.00).

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

ARTICLE VI: The Corporation Directors shall be not less than three in number and Ronald L. Burkhart, James H. Matheny and Walter J. Nye shall act as directors until the first annual meeting of stockholders or until their successors are duly chosen and qualified. No contract or other transaction between the 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 or are directors or officers of such other Corporation; any director or any firm of which he may be pecuniarily or otherwise interested, may be a party to or interested in any contract or transaction of this Corporation, provided that the facts he or such firm is so interested shall be disclosed or shall have been known to the majority of the board of directors; 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 a quorum at any meeting of the Board of Directors of the Corporation, which shall authorize any such contract or transaction and may vote thereon and authorize any such contract or transaction with like force and effect as if he were not such director or officer or so interested.

ARTICLE VII: The Board of Directors of the Corporation is hereby authorized and empowered to authorize the issuance, from time to time, of shares of its stock subject to such limitations and restrictions as may be set forth in the by-laws of the Corporation and in accordance with the laws of the State of Maryland.

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

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

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 3rd day of November, 1975.

Witness:

James R. Burris

Ronald L. Burkhart
Ronald L. Burkhart

James R. Burris

James H. Matheny
James H. Matheny

James R. Burris

Walter J. Nye
Walter J. Nye

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, That on this 3rd day of November, 1975, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Ronald L. Burkhardt, James H. Matheny and Walter J. Nye, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.

My Commission Expires:
July 1, 1978

June R. [Signature]
Notary Public



ARTICLES OF INCORPORATION

OF

BURKHART & MATHENY PLUMBING & HEATING CO. INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland November 10, 1975, at 8:30 o'clock A.M. as in conformity with law and ordered recorded.

A 45597

4

Recorded in Liber 2227, folio 410, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

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

3.75

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.

Dashed H Keller



STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

FEB 18 2 19 PM '76

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

ARTICLES OF AMENDMENTS

HAGERSTOWN, MARYLAND RUN FOR FUN CLUB, INC.

The HAGERSTOWN, MARYLAND RUN FOR FUN CLUB, INC. is amending their Articles of Incorporation to add the following language:

Incorporation to add the following language:

- THIRD: 3. To stimulate interest in high school and college runners between their competitive seasons.
- 4. To provide fellowship and pleasure among members.
- 5. To establish a non-profit organization to render financial assistance for all members to enter competitively into running.

NINTH: This Corporation shall be established as a NON-PROFIT ORGANIZATION.

TENTH: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, its members, trustees, officers, or other private persons.

The Board of Directors approved and adopted these amendments to the Charter on October 28, 1975.

The Membership unanimously approved and adopted the amendments to the Charter on October 28, 1975.

IN WITNESS WHEREOF, We have signed these Articles of Amendments on November 8, 1975 and acknowledge the same to be our act.

Witness: William M. Jackson, Sr. Anna B. Jackson
 William M. Jackson, Sr. Anna B. Jackson
 (President) (Secretary)

November 8, 1975

WILLIAM M. JACKSON, SR. AND ANNA B. JACKSON did personally appear before me, a Notary Public for Washington County, State of Maryland, this date, avowing that above amendments are true and correct to the best of their knowledge.

Date: November 8, 1975

Anna P. Bragunier
Anna P. Bragunier, Notary Public



My commission expires July 1, 1978.

ARTICLES OF AMENDMENT
OF
HAGERSTOWN, MARYLAND RUN FOR FUN CLUB, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 19, 1975, at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 45832

2

Recorded in Liber 2229, folio 440, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 15.00 3.76

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. Wells



STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

FEB 18 2 20 PM '76

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

RECEIVED FOR RECORD February 18, 1976
at 2:20 P.M. LIBER 24

FEB 18-76 A 18211 *****375

ARTICLES OF INCORPORATION

OF

EARTHLAND, INC.

FIRST: We, the undersigned, Richard H. Werder, whose Post Office address is Route 1, Williamsport, Maryland; Dorothy E. Werder, whose Post Office address is Route #1, Williamsport, Maryland, and Bruce C. Lightner, whose Post Office address is Route #1, Williamsport, Maryland, all 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 EARTHLAND, INC.

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

(a) To engage in the production and sale at wholesale and retail of agricultural crops and products, earthworms and related products and books and manuals associated therewith.

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

(c) To purchase, lease or otherwise acquire, all and any part of the property, rights, businesses, contracts, goodwill, franchises or 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 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 such property, rights, businesses, contracts, good will, franchises or assets, by the issue, in accordance with the Laws of the State of Maryland, of stock, bonds, or other securities or otherwise.

and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any such surplus or net profits.

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

(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 such stock at the time outstanding, by vote at a meeting or in writing, with or without a meeting.

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

(f) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable to stock of class to the 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 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.

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

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

FOURTH: The Post Office address of the principal office of the Corporation, in this State, is Route #1, Williamsport, Maryland. ²⁰⁷⁹⁵ The name and Post Office address of the resident agent of the Corporation is Richard H. Werder, 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 is authorized to issue is ten thousand (10,000) of the par value of Ten (\$10.00) Dollars per share, all of one class and designated common stock and having as 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 at all times consist of an odd number of directors and shall never be less than three. The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified

are: Richard H. Werder, Dorothy E. Werder and Karl K. Werder.

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 of 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 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 vary the amount of working capital of the Corporation; to determine whether, and, if any, which part of, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 31st day of October, 1975.

Richard H. Werder
Richard H. Werder

Dorothy E. Werder
Dorothy E. Werder

Bruce C. Lightner
Bruce C. Lightner

ATTEST:

Henry King

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

I HEREBY CERTIFY, That on this 31st day of October, 1975, before me, the subscriber, a Notary Public, in and for the State and County aforesaid, personally Richard H. Werder, Dorothy E. Werder and Bruce C. Lightner, and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Henry King
Notary Public

My Commission Expires:
July 1st, 1978.



ARTICLES OF INCORPORATION
OF
EARTHLAND, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 14, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 45737

6

Recorded in Liber 2228, folio 699, 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 3.75

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

FEB 18 2 20 PM '76

LIBER _____ FOLIO _____

LAND _____
VAUGHN J. BAKER, CLERK

DOTY & CODER, INC.

(A close corporation under Corporations
and Associations Section 4-101, et seq
of the Annotated Code of Maryland)

ARTICLES OF INCORPORATION

FIRST: The undersigned, Marshall A. Doty, whose Post Office address is 225 Oak Forest Drive, Hagerstown, Maryland, Roben L. Coder, whose Post Office address is 123 Broadway, Hagerstown, Maryland, and Lynn F. Meyers, whose Post Office address is Fourth Floor, Maryland National Bank Building, Hagerstown, Maryland, each being at least eighteen (18) years of age do hereby form a corporation under the General Laws of the State of Maryland.

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

DOTY & CODER, INC.

THIRD: The Corporation shall be a close corporation as authorized by Corporations and Associations Section 4-101, et seq of the Annotated Code of Maryland.

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

(1) To offer services as personnel and job placement consultants, to serve as a job placement agency, to receive fees for screening or placing of individuals or applicants in positions or jobs, to apply for and obtain and maintain an employment agency license in the State of Maryland and elsewhere and employ individuals to serve as employment counselors in the State of Maryland and elsewhere, to render services on behalf of the corporation as aforesaid.

(2) To offer consultation services with respect to location of industrial plants, securing plant and industry sites and to advise on the utilization of geographical areas for location of job and plant sites.

(3) To serve as a marketing representative, to represent industry in negotiations, to serve as a consultant to industry in marketing negotiations and advise the same about said matters.

(4) As principal, agent, or broker, and on commission or otherwise; to buy, sell, exchange, lease, let, grant, or take licenses in respect of, improve, develop, repair, manage, maintain, and operate real property of every kind, corporeal and incorporeal, and every kind of estate, right, or interest therein or pertaining thereto; to construct, improve, repair, raze, and wreck buildings, structures, and works of all kinds, for itself or for others; to buy, sell, and deal in building materials and supplies; to advance loans secured by mortgages or other liens on real estate. To act as loan broker. Generally to do everything suitable, proper, and conducive to the successful conduct of a real estate agency and brokerage business in all its branches and departments.

(5) Directly, or through ownership of shares in any corporation, to purchase, lease, exchange, or otherwise acquire real estate and property, either improved or unimproved; and any interest therein; to own, hold, control, maintain, manage and develop the same.

(6) Directly, or through ownership of shares in any corporation, to purchase or otherwise acquire, hold, manufacture, sell, exchange, mortgage, grant a security interest in, pledge, hypothecate, deal in and dispose of commodities as well as any other personal and real property of every kind, and any interest therein.

(7) To purchase, or otherwise acquire, hold, sell, exchange, pledge, hypothecate, underwrite, deal in and dispose of shares, bonds, notes, debentures, or other evidences of indebtedness and obligations and securities of any corporation, company, association, partnership, syndicate, entity, or person, domestic

or foreign, or of any domestic or foreign state, government, or governmental authority or of any political or administrative subdivision or department thereof, and certificates or receipts of any kind representing or evidencing any interest in any such shares, bonds, notes, debentures, evidences of indebtedness, obligations, or securities; to issue its own shares, bonds, notes, debentures, or other evidences of indebtedness and obligations and securities for the acquisition of any such shares, bonds, notes, debentures, evidences of indebtedness, obligations, securities, certificates, or receipts purchased or acquired by it; and, while the owner or holder of any such shares, bonds, notes, debentures, evidences of indebtedness, obligations, securities, certificates or receipts, to exercise all of the rights of ownership in respect thereof; and, to the extent now or hereafter permitted by law, to aid by loan, subsidy, guaranty, or otherwise, those issuing, creating, or responsible for any such shares, bonds, notes, debentures, evidences of indebtedness, obligations, securities, certificates, or receipts.

(8) To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, goodwill, rights, assets and liabilities of any person, firm, association or corporation carrying on any kind of business of a similar nature to that which this Corporation is authorized to carry on, pursuant to the provisions of this Certificate; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

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

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

FIFTH: The post office address of the principal office of the Corporation in Maryland is Suite 211, 201 South Cleveland Avenue, Hagerstown, Maryland, 21740. The name and post office address of the resident agent of the Corporation in Maryland are Roben L. Coder, 123 Broadway, Hagerstown, Washington County, Maryland, 21740. Said resident agent is a citizen of Maryland and actually resides therein.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is Ten Thousand (10,000) shares at a 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.

SEVENTH: The number of Directors of the Corporation shall be Four (4), which number may be increased or decreased pursuant to the By-laws of the Corporation, but shall never be less than three (3) nor more than seven (7); and the names of the Directors who shall act until the first annual meeting or until his or their successor (s) is (are) duly chosen and qualified are: Marshall A. Doty, Mary Louise Doty, Roben L. Coder, and Becky L. Coder.

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of such class, whether now or hereafter authorized as it may determine, except that it shall not issue nor have outstanding any securities, (including stock) which

are convertible into its stock nor any voted securities, other than stock nor any options, warrants or other rights to subscribe for or purchase any of its stock which are other than non-transferable.

(b) No contract or other transaction between the 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 any 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 the businesses shall be declared in dividends and paid to the Stockholders, subject, however, to the provisions of the Charter, and to direct and determine the use and disposition of such surplus or net profits.

(d) The Corporation reserves the right from time to time to make any amendments of its Charter which may now or hereafter be authorized by law, but no such amendment which

changes the terms of any of the outstanding stock shall be valid unless such change or 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.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion shall fix; and any shares of its stock 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.

NINTH: The shares of stock shall be non-assessable and shall be entitled to one (1) 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 stockholders 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.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 17th day of NOVEMBER A. D., 1975.

Witness:

Paula A. Kendall

Marshall A. Doty (SEAL)

Robert L. Coder (SEAL)

Lynn F. Meyers (SEAL)

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

I HEREBY CERTIFY, That on this *17th* day of *NOVEMBER*,
A. D., 1975, before me, the subscriber, a Notary Public in and
for the State and County aforesaid, personally appeared Marshall
A. Doty, Roben L. Coder and Lynn F. Meyers, personally known
to me to be the persons whose names are subscribed to the
aforegoing instrument and who did each acknowledge the foregoing
Articles of Incorporation to be his respective act.

Witness my hand and official Notarial Seal.

Paula A. Kendle

Notary Public

My Commission Expires:

July 1, 1978.



ARTICLES OF INCORPORATION
OF
DOTY & CODER, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 20, 1975 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 45885

8

Recorded in Liber 2230, folio 202, 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

4.75

To the clerk of the Circuit Court of Washington County

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

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

Richard H. Keller



STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

FEB 18 2 21 PM '76

LIBER _____ FOLIO _____
LAND _____
VAUGHN J. BARKER, CLERK