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ARTICLES OF INCORPORATION
OF
RICHBORO REALTY CORPORATION

Be it remembered, that on this 31st day of January, A.D. 1957 at 9:00 o'clock A.M. the following ARTICLES OF INCORPORATION or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit:

THE RICHBORO REALTY CORPORATION

ARTICLES OF INCORPORATION

FIRST:We, the undersigned, William E. Selby, whose post office address is Ivyland, Pennsylvania; Robert C. Thompson, whose post office address is Queen Anne, Maryland; Doris M. Thompson, whose post office address is Queen Anne, Maryland, each being at least twenty one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

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

To buy and sell and hold real property in the name of and for the benefit of the Corporation and to act as agents on behalf of others in the purchase and sale of real property.

FOURTH: The post office address of the principal office of the Corporation in this State is Queen Anne. The name and post office address of the resident agent of the Corporation in this State are Robert C. Thompson, Esq., Queen Anne. Said resident agent is an individual actually residing in this State.

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

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 William E. Selby, Robert C. Thompson, and Doris M. Thompson.

SEVENTH: The duration of the Corporation shall be perpetual.

In witness whereof, we have signed these Articles of Incorporation on June 9, 1956.

WITNESS:
William R. Wolcott

William E. Selby
William E. Selby, Pres.

Robert C. Thompson
Robert C. Thompson, Vice Pres.

Doris M. Thompson Sec. &
Doris M. Thompson, Treas.

State of Maryland
County of Talbot. SS:

I hereby certify that on June 9, 1956, before me, the subscriber, a notary public of the State of Maryland, in and for the County of Talbot, personally appeared William E. Selby, Robert C. Thompson, and Doris M. Thompson 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.

SEAL'S PLACE

William R. Wolcott
Notary Public

Examined

ARTICLES OF INCORPORATION
OF
RICHBORO REALTY CORPORATION

approved by the State Tax Commission of Maryland June 12, 1956 and received for record June 12, 1956 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 5425

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber F-5, folio 538, one of the Charter Records of the State Tax Commission of Maryland.

Capital

Increase of Capital

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

To the clerk of the Circuit Court of Talbot County

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

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

Albert W. Ward
Secretary

SEAL'S PLACE

ARTICLES OF INCORPORATION

Be it remembered, that on this 31st day of January, A.D. 1957, at 9:00 o'clock A.M. the following ARTICLES OF INCORPORATION or Instrument of writing was received to be recorded and is accordingly enrolled as follows, to wit:

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:--

FIRST: That we, the Subscribers, Albert Platt, W. Edwin Crouch, Florence Platt and Charles T. Crouch, 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: "WOODLAWN MEMORIAL PARK, INCORPORATED".

Examined

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

(1). To acquire, by purchase or otherwise, lands to be owned, managed, actually used and occupied exclusively for a cemetery for the burial of the dead, and for purposes necessary, incidental or proper thereto; and

(2). To erect, maintain and operate chapels, administration buildings, tool shops, work shops, greenhouses, nurseries, and other incidental buildings and equipment; and

(3). To sell burial rights and all things incidental thereto; and

(4). To sell, erect, maintain and operate community and private mausoleums and columbaria; and

(5). To sell, install and maintain memorials of any character or material; and

(6). To sell, erect and maintain garden benches, statues, flower containers and all other adornments; and

(7). To sell, manufacture, install and maintain burial vaults, tombs and crypts; and

(8). To sell, install, plant and maintain flowers, plants, shrubbery, trees and landscaping; and

(9). To accept funds and act as custodian of such funds to furnish endowed memorial services of every form and nature, such as the placing of flowers at stated times or special memorial musical programs; and

(10). Upon compliance with the applicable prerequisites, to erect, own, maintain and operate a mortuary, within the confines of the Cemetery or elsewhere; and

(11). To erect, own, maintain and operate crematories, within the confines of the Cemetery or elsewhere; and

(12). To engage in the burial or cremation of human remains and all services incidental thereto or connected therewith; and

(13). To contract for, and guarantee, continual care of any and all property, real or personal, within the confines of said Cemetery; and to act as custodian of funds to effect such continual care, and to contract with others to act as custodian or as Trustee of such funds for such purpose; and

(14). To borrow money and pledge collateral therefor, to provide or otherwise acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of, the stocks, bonds, securities or other evidences of indebtedness of other corporations; and

(15). To acquire, purchase, lease, own, sell or encumber and to generally deal in both improved and unimproved real estate and personal property; and further to sub-divide and improve real estate for the purposes of sale or otherwise; and

(16). To do any and all things necessary, proper or incidental to the accomplishment of any of said purposes.

The Corporation is empowered to exercise all the powers herein recited and all powers as generally conferred under and by the Laws of Maryland, any enumeration herein of special or specific powers, being intended as powers additionally given, or in furtherance, and not in limitation of, the powers conferred by law, and subject nevertheless to any limitations as may relate to said corporation under the Laws of Maryland.

FOURTH:

(a). The Post-office address of the place at which the principal office of the Corporation in this State, will be located, is Easton, Maryland.

(b). The Resident Agent of the Corporation is W. Edwin Crouch, whose Post-office address is Easton, Maryland. Said Resident Agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH:The Corporation shall have not less than three, nor more than eleven Directors, and Albert Platt, W. Edwin Crouch, Florence Platt, and Charles T. Crouch, shall act as such Directors 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 following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and for 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, 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, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(2). The Board of Directors of the Corporation is hereby empowered to authorize the purchase by the Corporation out of its surplus, at such time or times, and in such amounts, as it shall deem advisable, shares of its own stock of any class, whether now or hereafter authorized, at such price or prices as the Board of Directors shall deem to be the fair market value thereof; such purchase or purchases to be for the purpose of resale, reissue or retirement as the said Board may determine.

(3). The Board of Directors is hereby empowered to declare and authorize the payment of stock dividends, and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law, or by these articles, to purchase, lease, or otherwise acquire, the business, assets, or franchises, in whole or in part, of other persons or of corporate business entities.

(4) The Board of Directors are hereby vested with the power and authority to make, alter and repeal by-laws of the Corporation, and any such action of the Board of Directors shall be effective and continue in full force and effect unless and until such action of the Directors shall be disapproved, over-ruled, altered or superseded by action of the stockholders at either the Stockholders' annual meeting, or at a special meeting of the Stockholders duly called and held.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation, on June 11th, 1956.

WITNESS: (as to Albert Platt,
W. Edwin Crouch and Charles T.
Crouch)

Albert Platt
Albert Platt

W. Edwin Crouch
W. Edwin Crouch

Nancy S. Miller
Nancy S. Miller

Charles T. Crouch
Charles T. Crouch

WITNESS:(as to Florence Platt)

Louis Rosenberg

Florence Platt
Florence Platt

STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 11th day of June, in the year, one thousand, nine hundred and fifty-six, before me, the Subscriber, a Notary Public of the State of Maryland, in and for Talbot County aforesaid, personally appeared Albert Platt, W. Edwin Crouch and Charles T. Crouch, and they severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

My Commission Expires May 6, 1957.

Nancy S. Miller
Nancy S. Miller, Notary Public
(formerly Nancy I. Starkey)

SEAL'S PLACE

CITY OF WASHINGTON, DISTRICT OF COLUMBIA, TO WIT:

I HEREBY CERTIFY, That on this 11th day of June, in the Year, one thousand, nine hundred and fifty-six, before me, the Subscriber, a Notary Public of the City of Washington, in and for the District of Columbia, personally appeared Florence Platt, and she acknowledged the foregoing Articles of Incorporation to be her act.

AS WITNESS my hand and Notarial Seal.

My Commission Expires: 1-14-58

Louis Rosenberg
Notary Public

SEAL'S PLACE

ARTICLES OF INCORPORATION

OF

WOODLAWN MEMORIAL PARK, INCORPORATED

approved by the State Tax Commission of Maryland June 18, 1956 and received for record June 18, 1956 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 5477

APPROVAL RECORDED IN
MINUTES -- CORPORATE LEDGER
Commissioners

Recorded in Liber F-5, folio 829, one of the Charter Records of the State Tax Commission of Maryland.

Capital

Increase of Capital

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

To the clerk of the Circuit Court of Talbot County

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

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

Albert W. Ward
Secretary

(SEAL'S PLACE)

ARTICLES OF INCORPORATION

OF

BAY SHORE CONSTRUCTION, INCORPORATED

Be it remembered, that on this 31st day of January, A.D., 1957 at 9:00 o'clock A.M. the following ARTICLES OF INCORPORATION or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit: .

Examined

ARTICLES OF INCORPORATION
OF
BAY SHORE CONSTRUCTION, INCORPORATED

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, William P. Woolston, whose postoffice address is Glebe Road, Easton, Maryland, Audrey S. Woolston, whose postoffice address is Glebe Road, Easton, Maryland, and M. Wayne Haley, whose postoffice address is Mount Pleasant Place, Easton, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

BAY SHORE CONSTRUCTION, INCORPORATED

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

a. To carry on all or any of the businesses of manufacturers of and dealers and workers in cement, lime, plasters, whitening, clay, gravel, sand, minerals, earth, coke, fuel, artificial stone, and builders' requisites and conveniences of all kinds, and of engineers, ship, barge, lighter, and truck owners, quarry owners, builders, general contractors, and carriers.

b. To carry on and conduct a general contracting business, including the designing, constructing, enlarging, repairing, remodeling or otherwise engaging in any work upon buildings, roads, side walks, highways, bridges, or manufacturing plants; and to engage in iron, steel, wood, brick, concrete, stone, cement, masonry and earth construction, and to execute contracts or to receive assignments of contracts therefor, or relating thereto; also, to manufacture and furnish the building materials and supplies connected herewith.

c. To manufacture, buy, sell, and deal in, either for itself or as agent for others, in lumber, millwork, furniture and building materials of all kind and nature; to make and purchase materials for the construction of buildings; to erect buildings; to own, manage, operate, lease and sell buildings; to conduct and carry on the business of builders and contractors for the purpose of building, erecting, altering, repairing or doing any other work in connection with any and all classes of buildings and improvements of any kind and nature whatsoever; to acquire, own, use, convey and otherwise dispose of and deal in real property or any interest therein.

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 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 Glebe Road, Easton, Maryland. The resident agent of the Corporation is William P. Woolston, whose postoffice address is Glebe Road, Easton, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

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

SIXTH: The Corporation shall have not less than three (3) directors nor more than seven (7) directors, and William P. Woolston, Audrey S. Woolston and M. Wayne Haley shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

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

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

EIGHTH: The Duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 31st day of May, 1956.

WITNESS:

William Reddie
William Reddie

William P. Woolston (SEAL)
William P. Woolston

William Reddie
William Reddie

Audrey S. Woolston (SEAL)
Audrey S. Woolston

William Reddie
William Reddie

M. Wayne Haley (SEAL)
M. Wayne Haley

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

I HEREBY CERTIFY, That on this 31st day of May, in the year Nineteen Hundred and Fifty-six, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Talbot, personally appeared William P. Woolston, Audrey S. Woolston and M. Wayne Haley, and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

SEAL'S PLACE

Mary Rae H. Russ
Notary Public
(Mary Rae H. Russ (formerly Mary Rae Harrison)
(formerly Mary Rae Harrison)

ARTICLES OF INCORPORATION

OF

BAY SHORE CONSTRUCTION, INCORPORATED

approved by the State Tax Commission of Maryland June 4, 1956 and received for record June 4, 1956 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 5371

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber F 5, folio 249, one of the Charter Records of the State Tax Commission of Maryland.

Capital

Increase of Capital

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

To the clerk of the Circuit Court of Talbot County

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

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

(SEAL'S PLACE)

Albert W. Ward
Secretary

STOCK ISSUANCE STATEMENT

OF

WOODLAWN MEMORIAL PARK, INCORPORATED

Be it remembered that on this 21st day of February A.D. 1957 at 9:00 o'clock A.M. the following STOCK ISSUANCE STATEMENT or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit:

Examined

WOODLAWN MEMORIAL PARK, INCORPORATED

STATEMENT
STOCK ISSUANCE-CERTIFICATE-

THIS IS TO CERTIFY:

FIRST: That the Board of Directors of Woodlawn Memorial Park, Incorporated, a Maryland Corporation having its principal office in Easton, Maryland, (hereinafter called the Corporation), at a Meeting duly convened and held on June 28th, 1956, by Resolution:

(a). Duly authorized the issuance of Five Thousand fully paid and non-assessable shares of the par value of Ten Dollars (\$10.00) each of the common stock of the Corporation, for the following consideration:--

All those unimproved pieces or parcels of land to be conveyed unto said Corporation:

(1). All that parcel of land conveyed unto Albert Platt, by Deed bearing date of May 31st, 1956, from Edward Plugge and Elizabeth Plugge, his wife, duly of record in Talbot County Land Record Liber No. 332, folio 119, &c., said parcel containing 48.108 acres of land, more or less.

(2). All that parcel of land conveyed unto Albert Platt, by Deed bearing date of June 7th, 1956, from Gustif F. Mielke, widower, duly of record in Talbot County Land Record Liber No. 332, folio 123, &c., said parcel containing 0.849 of an Acre of land, more or less.

(3). The consolidated tract above described has been developed and improved by grantors' expenditures and services, in proceedings resulting in re-zoning to permit intended corporate uses, and for the survey, grading, cleaning up and laying out, of area for shrubbery and ornamentation, &c.

(b). Stated that in its opinion, the actual value of said consideration is not less than Fifty Thousand (\$50,000.00) Dollars.

SECOND: That at the time of the authorization of the issuance of such stock aforesaid, there were no shares of stock of the Corporation outstanding and entitled to vote thereon.

IN WITNESS WHEREOF, Woodlawn Memorial Park, Incorporated has caused these presents to be signed in its name, and on its behalf by its President and its corporate seal to be hereto affixed and attested by its Secretary, on this 20th day of July, 1956.

ATTESTED:

(CORPORATE SEAL.)

WOODLAWN MEMORIAL PARK, INCORPORATED

Charles T. Crouch
Secretary
Charles T. Crouch
CAROLINE

By. Albert Platt
Albert Platt, President

STATE OF MARYLAND, ~~TALBOT~~ COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 20th day of July, 1956, before me, the Subscriber, a Notary Public of the State of Maryland, in and for ^{Caroline} ~~Talbot~~ County aforesaid, personally appeared Albert Platt, President of Woodlawn Memorial Park, Incorporated, a body corporate of the State of Maryland, and on behalf of said Corporation, acknowledged the foregoing statement to be the corporate act of said Corporation; and at the same time personally appeared Charles T. Crouch, and Board of Directors of the Corporation at which Issuance of the made oath in due form of law that he was Secretary of the Meeting of the/Stock

therein mentioned was authorized, and that the matters and facts set forth in said Statement are true to the best of his knowledge, information and belief.

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

(NOTARIAL SEAL) Margret Hutton
Notary Public
(Margret Hutton)

STOCK ISSUANCE STATEMENT

OF

WOODLAWN MEMORIAL PARK, INCORPORATED

approved by the State Tax Commission of Maryland July 24, 1956 and received for record July 24, 1956 at 9:17 o'clock A.M. as in conformity with law and ordered recorded.

A 5909

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber F-2, folio 13, one of the Charter Records of the State Tax Commission of Maryland.

Capital - - - - -

Increase of Capital - - - - -

Bonus tax paid \$0000 Recording fee paid \$ 10.00

To the Clerk of the Circuit Court of Talbot County

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

AS WITNESS my hand and seal of the said Commission at Baltimore
(SEAL'S PLACE) Albert W. Ward
Secretary

NOTICE OF CHANGE OF PRINCIPAL OFFICE AND ADDRESS OF RESIDENT AGENT

OF

YALE UNDERWEAR CO., INC.

Be it remembered, that on this 20th day of March A.D., 1957 at 9:00 o'clock A.M. the following NOTICE OF CHANGE OF PRINCIPAL OFFICE or Instrument of Writing was received to be recorded and is accordingly enrolled as follows. to wit:

MINUTES OF SPECIAL MEETING OF BOARD OF DIRECTORS

OF

YALE UNDERWEAR CO., INC.

A Special Meeting of the Board of Directors of Yale Underwear Co., Inc., was held at 215 North Washington Street, Easton, Maryland, on August 29, 1956 at 4 p.M.

Examined

Presents-

Hyman N. Firstman
John Gordon Firstman
Edith M. Harper

constituting all of the Directors of the Corporation.

Mr. Hyman N. Firstman, Chairman; Miss Edith M. Harper, Secretary.

By signing these minutes the Directors waive notice of the holding of this meeting.

The Chairman called to the attention of the Meeting the fact that the address of the Resident Agent of the corporation, Mr. Hyman N. Firstman, and the address of the principal office of the corporation had been changed to 215 North Washington Street, Easton, Maryland and that it was now necessary and appropriate to ratify such change in address of the Resident Agent and principal office of the corporation and to notify the State Tax Commission of the same.

Upon motion duly made, seconded and unanimously carried it was

RESOLVED:-

That the Resident Agent of the corporation is Hyman N. Firstman, a citizen of this state, actually residing therein, whose address is 215 North Washington Street, Easton, Maryland, The post office address of the principal office of the corporation in this state is 215 North Washington Street, Easton, Maryland.

There being no further business, the meeting was adjourned.

Hyman N. Firstman

John Gordon Firstman
John Gordon Firstman

Edith M. Harper

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

YALE UNDERWEAR CO., INC.

received for record September 5, 1956 at 9:06 A.M. and recorded in Liber No. F.9 Folio No. 62 one of the charter records of the State Tax Commission of Maryland. Clerk of the Circuit Court of Talbot County

AA No. 1424

Recording Fee Paid \$2.00

BE IT REMEMBERED, that on this 20th day of March A.D., 1957 at 9:00 o'clock A.M., the following ARTICLES OF INCORPORATION or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to Wit:-
ARTICLES OF INCORPORATION

OF

FAIRVIEW CONGREGATION, CHURCH OF

THE BRETHREN, OF TALBOT COUNTY

THIS IS TO CERTIFY:

FIRST: That we, the undersigned incorporators, being the Trustees duly elected by the congregation of Fairview Congregation, Church of the Brethren, of Talbot County, an unincorporated religious association, do, under and by virtue of the general laws of the State of Maryland authorizing and relating to the form

Examined

ation of religious corporations, associate ourselves with the intention of forming such a corporation to have perpetual succession by the corporate name.

SECOND: That the name of the Corporation is

"FAIRVIEW CONGREGATION, CHURCH OF
THE BRETHREN, OF TALBOT COUNTY"

THIRD: That the Corporation shall support the doctrines and shall be subject to the laws and usages of the Church of the Brethren, as from time to time established, made and declared by the lawful authority of said Church.

FOURTH: That the Directors of the Corporation shall be the Elder and Board of Trustees and shall be elected and organized as prescribed by the laws and usages of the Church of the Brethren, as from time to time established, made and declared by the lawful authority of said Church.

FIFTH: That the Corporation shall have the power to secure, hold, mortgage, encumber, sell, convey and dispose of property, both real and personal, in fee simple or otherwise.

SIXTH: That in harmony with the general laws of the State of Maryland, the duly authorized and appointed pastor shall be, by virtue of his office, a member of said body corporate.

SEVENTH: That the present Elder and Board of Trustees, comprising the following persons; Elder, Reverend Eloyd H. Mitchell; B. Frederick Milby; John E. Steward; Hans H. Schwarten; John L. Geib, and Leo B. Hutchison; all being of full legal age and whose postoffice addresses are Easton, Maryland, are hereby constituted Elder and Trustees of the said Corporation, Fairview Congregation, Church of the Brethren, of Talbot County, and shall act as such Elder and Trustees until their successors are elected in harmony with the provisions, laws and usages of the Church of the Brethren, as from time to time made and declared by the lawful authority of said Church.

THE above-named Elder and Trustees, having been duly elected in accordance with the provisions of the laws and usages of the Church of the Brethren, and having been duly authorized to act as Petitioners or incorporators, as set forth herein, and in pursuance thereof do hereunto subscribe their names and affix their seals this 7th day of August, in the year Nineteen Hundred and Fifty-six.

WITNESS:

<u>William Reddie</u> William Reddie	as to	<u>Rev. Floyd H. Mitchell</u> (SEAL) Rev. Floyd H. Mitchell
<u>Mary Rae H. Russ</u> Mary Rae H. Russ	as to	<u>B. Fredrick Milby</u> (SEAL) B. Fredrick Milby
<u>William Reddie</u> William Reddie	as to	<u>John E. Steward</u> (SEAL) John E. Steward
<u>William Reddie</u> William Reddie	as to	<u>Hans H. Schwarten</u> (SEAL) Hans H. Schwarten
<u>Mary Rae H. Russ</u> Mary Rae H. Russ	as to	<u>John L. Geib</u> (SEAL) John L. Geib
<u>William Reddie</u> William Reddie	as to	<u>Leo Hutchison</u> (SEAL) Leo B. Hutchison

STATE OF MARYLAND, COUNTY OF TALBOT, TO WIT:

I HEREBY CERTIFY, That on this 7th day of August, in the year Nineteen Hundred and Fifty-six, before me, the subscriber, a Notary Public in and for the

State and County aforesaid, personally appeared Reverend Floyd H. Mitchell, B. Frederick Milby, John E. Steward, Hans H. Schwarten, John L. Geib and Leo B. Hutchison, and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

My Commission expires:

May 6, 1957

(NOTARIAL SEAL)

Mary Rae H. Russ
Mary Rae H. Russ -Notary
Public
(FORMERLY Mary Rae Harrison)
Mary Rae Harrison

ARTICLES OF INCORPORATION

OF

FAIRVIEW CONGREGATION, CHURCH OF THE BRETHREN,
OF TALBOT COUNTY

approved by the State Tax Commission of Maryland August 16, 1956 and received for record August 16, 1956 at 9:17 o'clock A.M. as in conformity with law and ordered recorded.

A 6155

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber F-7, folio 139, one of the Charter Records of the State Tax Commission of Maryland.

Capital - - - - -

Increase of Capital - - - - -

3 9

Bonus tax paid \$- - - - - Recording fee paid \$10.00

To the clerk of the Circuit Court of Talbot County

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

AS WITNESS my hand and seal of the said Commission at Baltimore

(SEAL'S PLACE)

Albert W. Ward
Secretary

BE IT REMEMBERED, That on this 20th day of March A.D. 1957 at 9:00 A.M. The following Articles of Incorporation or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit:

ARTICLES OF INCORPORATION

of

FOOD FAIR STORES, TALBOT, INC.

THIS IS TO CERTIFY THAT WE, the subscribers, LEOBE CHAIMSON, EDWARD MANN and JULIUS LUBNER, whose post office addresses are No. 2223 East Allegheny Avenue, Philadelphia 34, Pennsylvania, all being of full 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.

Examined

FIRST: The name of the corporation (which is hereafter called "Corporation") is: FOOD FAIR STORES, TALBOT, INC.

SECOND: The powers of this corporation are as follows:

1. To buy, or otherwise acquire, import, export, sell, distribute and deal in any and all kinds of foods, food products, and natural products and, without restricting the generality of the foregoing, to do a general supermarket, grocery, butcher, dairy, seafood, vegetable, stationery, tobacco, apparel, soft goods, hardware and household appliance business, to produce, manufacture, and otherwise prepare and to buy, sell, store, transport, distribute and otherwise acquire, use, dispose of and deal in and with (1) groceries; (2) all meats, meat products and kindred articles necessary to carry on a meat business; (3) seafoods; (4) vegetables; (5) fruits; (6) dairy; (7) stationery; (8) tobacco; (9) apparel; (10) soft goods; (11) hardware; (12) household appliances; (13) beverages; (14) sundries (15) any and all articles, appliances, products and things in which, or in the manufacture, production or preparation of which, any of the above mentioned products may be ingredients or factors; (16) any materials; supplies; products; articles; appliances; machinery or other things which may be used in or in connection with the manufacture, production, preparation, use, purchase, sale or distribution of any of the products, articles and things aforesaid.

2. To take, lease, purchase, or otherwise acquire and own, use, hold, sell, convey, exchange, lease, mortgage, work, improve, develop, divide, and otherwise handle, deal in, and dispose of real estate, real property, and any interest or right therein.

3. To erect, construct, maintain, improve, rebuild, enlarge, alter, manage, and control, directly or through ownership of stock in any corporation, any and all kinds of buildings, houses, stores, offices, shops, warehouses, factories, mills, machinery, and plants, and any and all other structures and erections which may be in the judgment of the Board of Directors, at any time be necessary, useful, or advantageous, for the purpose of the corporation, and which can be lawfully done under the laws of the State of Maryland.

4. To take, assign, purchase, exchange, sell, hire, lease or otherwise acquire, and to own and hold unlimitedly, to occupy, control, maintain, manage, sell, convey, exchange, lease, or otherwise dispose of, and to mortgage or otherwise encumber and to otherwise deal in personal property of any nature and description.

5. To borrow or raise money for the purpose of the company, to secure the same and any interest thereon, and for that purpose or any other purpose, subject to the provisions and restrictions hereinafter set forth, to mortgage and charge all or any part of the present or after acquired property, rights and franchises of the company, and to issue notes, bonds, indentures, and other evidences of indebtedness.

6. To buy, lease, or otherwise acquire, the good will, franchises, rights and property of any person, firm, association or corporation and to pay for the same in cash, property, the stock or bonds of this company or otherwise, and to hold or in any manner dispose of the whole or any part of the property so acquired, either in the names of such other person or persons, firm, association, or

corporation, or in the name of this corporation, provided that such business is one that may be carried on by a corporation organized under the act under which this company is incorporated and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

7. To sell or exchange all or any part of the property, assets, goodwill, and business of the company and to accept in payment or exchange therefor the stocks, or other securities of any other corporation, either domestic or foreign.

8. The corporation may use its surplus earnings or accumulated profits in the purchase or acquisition of its own capital stock from time to time as its board of directors shall determine, and such capital stock so purchased may, if the directors so determine, be held in the treasury of the company as treasury stock, to be thereafter disposed of in such manner as the directors shall deem proper.

9. To do all and everything necessary, suitable, useful, or proper for the accomplishment of any of the purposes or the attainment of any of the objects, or in the furtherance of any of the powers hereinbefore set forth, as principal or agent, either alone or in association with other corporations, firms or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to, or growing out of, or connected with, any of the aforesaid purposes, objects or powers or any part of the parts thereof, and to do such act or things to the same extent and as fully as natural persons might or could do in any part of the world.

The foregoing enumeration of specific powers shall not be held to limit or restrict in any manner, the general powers of the company, and the enjoyment thereof, as conferred by the laws of the State of Maryland upon corporations organized under the provisions of the act under which this company is incorporated.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is Food Fair Stores, Talbot, Inc., Easton, Talbot County, Maryland. The resident agent of the corporation is Joseph Rash, c/o Food Fair Stores, Inc., Edison Highway and Duncanwood Lane, Baltimore, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation shall have not less than three (3) nor more than thirteen (13) directors, and Myer B. Marcus, Myer M. Gordon and Louis Stein shall act as such directors until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total authorized capital stock of the Corporation is Twenty-Five Thousand (\$25,000) Dollars, divided into Two Hundred and Fifty (250) shares of the par value of One Hundred (\$100) Dollars each.

SEVENTH: This Corporation is to have perpetual existence.

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

NINTH: IN furtherance, and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized;

(a) To make, alter, amend and rescind the By-Laws of this Corporation) to fix the amount to be reserved as working capital; to authorize and cause to be executed mortgages and liens upon the real and personal property of this Corporation.

(b) From time to time to determine whether and to what extent and at what times and places and under what conditions and regulations the accounts and books of this Corporation (other than the stock ledger), or any of them, shall be open to the inspection of the stockholders; and no stockholder shall have any rights of inspecting any account or book or document of this Corporation except as conferred by Statute, or authorized by the directors, or by a resolution of the stockholders.

(c) If the By-laws so provide, to designate two or more of their number to constitute an executive committee, which committee shall for the time being, as provided in said resolution or in the By-Laws of this Corporation, have and exercise any or all of the powers of the board of Directors in the management of the business and affairs of this Corporation, and have power to authorize the seal of this Corporation to be affixed to all papers which may require it.

TENTH: This Corporation may in its By-Laws confer powers additional to the foregoing upon the directors, in addition to the powers and authorities expressly conferred upon them by the Statutes.

ELEVENTH: Both stockholders and directors shall have power, if the By-Laws so provide, to hold their meetings either within or without the State of Maryland; and the Corporation may have one or more offices, in addition to the principal office in Maryland, and keep its books (subject to the provisions of the Statutes) outside of the State of Maryland at such places as may be from time to time designated by the Board.

TWELFTH: This Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred on stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 14th day of September, 1956.

Leobe Chaimson
LEOBE CHAIMSON

Edward Mann
EDWARD MANN

WITNESS:

Sidney Tucker

Julius Lubner
JULIUS LUBNER

STATE OF PENNSYLVANIA)
 : SS.
COUNTY OF PHILADELPHIA)

THIS IS TO CERTIFY That on this 14th day of September 1956, before me, the subscriber, a Notary Public of the State of Pennsylvania, in and for the County aforesaid, personally appeared LEOBE CHAIMSON, EDWARD MANN and JULIUS LUBNER, 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.

Sidney Tucker
Notary Public

My commission expires January 6, 1957

(NOTARIAL SEAL

See letter by similar
corporation authorizing
use of name 9-14-56

*This was written
in pencil.*

Food Fair Stores, Inc.
" " " of Maryland, Inc.
" " " Woodmoor, Inc.
" " " Dundalk, Inc.
" " " Dolfield "
" " " Pikesville "
" " " Lock Ravin,"
" " " East Baltimore, Inc.
" " " West " "
" " " Prince George "
" " " Montgomery "
" " " Baltimore County "
" " " Anne Arundel "

ARTICLES OF INCORPORATION

OF

FOOD FAIR STORES, TALBOT, INC.

approved by the State Tax Commission of Maryland September 21, 1956 and
received for record September 21, 1956 at 9:00 o'clock A.M. as
in conformity with law and ordered recorded.

A 6528

APPROVAL RECORDED IN
MINUTES-CORPORATE LEDGER
Commissioners

Recorded in Liber F-8, folio 974, one of the Charter Records of the State
Tax Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$20.00 Recording fee paid \$14.00 #6 9

To the clerk of the Circuit Court of Talbot County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endor-
sements thereon, has been received, approved and recorded by the State Tax
Commission of Maryland.

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

(CORPORATE SEAL)

Albert W. Ward
Secretary

BE IT REMEMBERED, That on this 20th day of March A.D. 1957 at 9:00 A.M. The
following Articles of Incorporation or Instrument of Writing was received to be
recorded and is accordingly enrolled as follows, to wit:

DOMESTIC CORPORATION

NOTICE OF DESIGNATION OF RESIDENT AGENT OR PRINCIPAL OFFICE OR CHANGE OF RESIDENT
AGENT, ADDRESS OF RESIDENT AGENT, OR PRINCIPAL OFFICE

(Filing fee of \$2.00 must accompany this notice)

State Tax Commission of Maryland,
31 Light Street.
Baltimore 2, Maryland.

Pursuant to the provisions of Section 8 of Article 23 of the Annotated Code
of Maryland (L. 1951, ch. 135), the undersigned Maryland corporation hereby notifies
the State Tax Commission of Maryland:

Classified

Designation of Resident Agent or Principal Office

That under resolution adopted by the board of directors of the Corporation on a certified copy of which is filed herewith, the Corporation hereby designates:

(a) Resident Agent. - - - - - whose post office address is No. - - - - - Street, - - - , Maryland, as the resident agent of the Corporation in the State of Maryland.

The resident agent so designated is an individual actually residing in the State of Maryland or a corporation of the State of Maryland, (Indicate whether resident agent is an individual or a corporation.)

(b) Principal Office. No.- - - - - Street, - - - -, Maryland, as the principal office of the Corporation in the State of Maryland.

Change of Resident Agent

That under resolution adopted by the board of directors of the Corporation on August 9th, 1956, a certified copy of which is filed herewith, the resident agent of the Corporation in the State of Maryland has been changed to The Corporation Trust Incorporated, whose post office address is No. 10 Light Street, Maryland. The resident agent so designated is an individual actually residing in the State of Maryland or a corporation of the State of Maryland. (Indicate whether resident agent is an individual or a corporation.)

Change of Address of Resident Agent

That the address of - - - - - , the resident agent of the Corporation in the State of Maryland, has been changed from No. - - Street, - - -, Maryland, to No. - - - Street, - - - - - , Maryland.

Change of Principal Office

That under resolution adopted by the board of directors of the Corporation on August 9th, 1956, a certified copy of which is filed herewith, the principal office of the Corporation in the State of Maryland has been changed from No. 1000 Court Square Building, Baltimore, Maryland, to Easton National Bank Building, Easton, Maryland.

AUTOMOBILE ACCEPTANCE CORPORATION
(Exact Corporate title)

By. J. B. Raulston Chairman.

Dated August 9, 1956.

© STRIKE out paragraphs inapplicable to the change or changes made. In case of designation of a resident agent or change of the resident agent or the principal office, a certified copy of a resolution of the board of directors of the corporation authorizing such action must be filed with this notice.

CERTIFIED COPY OF RESOLUTION OF BOARD OF DIRECTORS

I, F. D. Hoyt.....do hereby certify that I am the duly elected, qualified and acting secretary OF AUTOMOBILE ACCEPTANCE CORPORATION, and that at a meeting of the board of directors of said Corporation, held on the 9th day of August, 1956., the following resolutions were adopted, which said resolutions remain in full force and effect:

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

"FURTHER RESOLVED that the principal office of this corporation be and it hereby is changed from 1000 Court Square Building, Baltimore, Maryland, to Easton National Bank Building, Easton, Maryland."

F. D. Hoyt
Secretary

NOTICE OF CHANGE OF PRINCIPAL OFFICE AND CHANGE OF RESIDENT AGENT
OF
AUTOMOBILE ACCEPTANCE CORPORATION

received for record August 14, 1956, at 2:00 P.M. and recorded in Liber No.-----
Folio No. 1029 one of F-7 the charter records of the State Tax Commission of
Maryland.

Clerk of the Circuit Court of Talbot County
AA No. 1408

Recording Fee Paid \$2.00 #37

~~BE IT REMEMBERED, That on this 20th day of March A.D. 1957 at 9:00 o'clock A.M. The following Articles of Incorporation or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit:~~

WILLIS FARMS, INCORPORATED
ARTICLES OF DISSOLUTION

THIS IS TO CERTIFY:

1. The name of the Corporation is Willis Farms, Incorporated and the post-office address of its principal office in this state is Easton, Maryland.
2. The name and post-office address of the resident agent is J. McKenny Willis, Jr., Easton, Maryland.
3. The name and post-office address of each of the Directors of the Corporation are as follows:
 - J. McKenny Willis, Jr. - Easton, Maryland
 - Robert T. Dryden - Easton, Maryland
 - Carroll C. Elliott - Easton, Maryland
 - James T. Kirby - Easton, Maryland
 - Erwin R. Lindsey - Easton, Maryland
 - James H. Fountain - Easton, Maryland.
4. The name, title and post-office address of each of the Officers of the Corporation are as follows:
 - J. McKenny Willis, Jr. - President
Easton, Maryland
 - Robert T. Dryden - Vice President
Easton, Maryland
 - Carroll C. Elliott - Secretary
Easton, Maryland
 - James T. Kirby - Treasurer
Easton, Maryland

Checked

Helen J. Oelrich - Assistant Treasurer
Easton, Maryland

5. That a majority of the whole Board of Directors of the Corporation by Resolution adopted at a meeting of the Board of Directors held on June 29th 1956, duly advised the dissolution of the Corporation and called a meeting of stockholders to take action thereon.

6. That thereafter on June 29th, 1956 all of the stockholders of the Corporation consented in writing to such dissolution.

7. That notice that dissolution of this Corporation had been duly authorized pursuant to this sub-title was mailed to all known creditors of the Corporation on June 30th, 1956.

8. The Corporation is hereby dissolved.

IN WITNESS WHEREOF, Willis Farms, 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 attached and attested by its Secretary, on

WILLIS FARMS, INCORPORATED

By J. McKenny Willis, Jr.
President
(J. McKenny Willis, Jr.)

(CORPORATE SEAL)

ATTEST:

Carroll C. Elliott
Secretary
(Carroll C. Elliott)

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

I HEREBY CERTIFY, That on this 22nd August, 1956 before me, the subscriber a Notary Public of the State of Maryland, in and for the County of Talbot aforesaid, personally appeared J. McKenny Willis, Jr., President of Willis Farms, 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 at the same time personally appeared Carroll C. Elliott, and made oath in due form of law that he was Secretary of the meeting of the Board of Direction of said Corporation at which the dissolution of said Corporation 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.

Helen J. Oelrich
(Notary Public)

My Commission Expires:

Helen J. Oelrich, Notary Public
My Commission expires May 6, 1957

STATE OF MARYLAND
TALBOT COUNTY

(SEAL)

OFFICE OF COUNTY TREASURER
W. FRAMPTON CARROLL, TREASURER

EASTON, MD.
AUGUST 29, 1956

THIS IS TO CERTIFY, That the books of the Treasurer of Talbot County show that all taxes and charges due Talbot County, Payable through the said office as of the date hereby by

WILLIS FARMS, INCORPORATED

have been paid.

WITNESS my hand and official seal this twenty-ninth day of August A.D. 1956.

(SEAL'S PLACE)

W. Frampton Carroll
W. Frampton Carroll, Treasurer

OFFICE OF COMPTROLLER
TREASURY DEPARTMENT
ANNAPOLIS, MARYLAND

A. Millard Tawes
Comptroller
Joseph O'C McCusker
Chief Deputy

THIS IS TO CERTIFY, That the books of the State Comptroller's Office show that all taxes and charges due the State of Maryland, payable through the said office as of the Date hereof by

WILLIS FARMS, INCORPORATED

have been paid.

WITNESS my hand and official seal this twenty-eighth day of August A.D. 1956.

(SEAL'S PLACE)

J. Millard Tawes
Comptroller

ARTICLES OF DISSOLUTION
OF

WILLIS FARMS, INCORPORATED

approved by the State Tax Commission of Maryland August 31, 1956 and recieved for record August 31, 1956 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 6298

APPROVAL RECORDED IN
MINUTES-CORPORATE LEDGER

Commissioners

Recorded in Liber F-7, folio 941, one of the Charter Records of the State Tax Commission of Maryland.

Capital - - -

Increase in Capital - - -

Special Fee \$10.00 Recording fee paid \$10.00

To the clerk of the Circuit Court of Talbot County

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

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

Albert W. Ward
Secretary

(SEAL'S PLACE)

BE IT REMEMBERED, That on this 20th day of March A.D. 1957 at 9:00 o'clock A.M. the following Articles of Amendment or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit:

J. HOWARD ANTHONY, INCORPORATED

ARTICLES OF AMENDMENT

J. Howard Anthony, Incorporated, a Maryland corporation, having its principal offices in Easton, Talbot 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 that portion of said charter which reads as follows:

"The corporate stock shall consist and be of One Thousand (1,000) Shares of Common Stock of Ten Dollars (\$10.00) Par value."

and inserting in lieu thereof the following:

"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 Ten Dollars (\$10.00) a share, all of one class, known as Common Stock, and having an aggregate Par Value of Twenty Thousand Dollars (\$20,000.00)."

Second: The Board of Directors of the Corporation at a meeting duly convened and held on Monday, January 16, 1956, adopted a resolution in which was set forth the foregoing Amendment to the charter, declaring that said Amendment of the charter was advisable, and directing that it be submitted for action thereon at a Special Meeting of the Stockholders of the Corporation to be held on Thursday, February 16, 1956, at the offices of the Corporation in Easton, Maryland.

Third: Notice setting forth the said Amendment of the Charter and stating that the purpose of the meeting of the Stockholders would be to take action thereon, was given as required by law to all Stockholders entitled to vote thereon, there being no Stockholders of the Corporation not entitled to vote thereon, whose contract rights as expressly set forth in the charter would be altered by the Amendment.

Fourth: The Amendment of the charter of the Corporation as hereinabove set forth was approved by the Stockholders of the Corporation at said meeting by the affirmative vote of two-thirds of all votes entitled to be cast thereon.

Fifth: The Amendment of the charter of the Corporation as hereinabove set forth has been duly advised by the Board of Directors and approved by the Stockholders of the Corporation.

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

IN WITNESS WHEREOF, J. Howard Anthony, Incorporated, has caused these presents to be signed in its name and on its behalf by its President, and its corporate seal to be hereunto affixed and attested by its Secretary, on this 1st day of March, A.D., in the year one thousand nine hundred and fifty-six.

ATTEST:

J. HOWARD ANTHONY, INCORPORATED

Examined

Dorothy L. Saulsbury
Dorothy L. Saulsbury, Secretary

By J. Howard Anthony
J. Howard Anthony, President

STATE OF MARYLAND, TALBOT COUNTY, to wit:

(CORPORATE SEAL)

I HEREBY CERTIFY, That on this 1st day of March, 1956, before me, the subscriber, a Notary Public of the State of Maryland, in and for Talbot County,

personally appeared J. Howard Anthony, President of J. Howard Anthony, Incorporated, a Maryland corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said Corporation; and at the same time personally appeared Dorothy L. Saulsbury, and made oath in due form of law that she was Secretary of the meeting of the Stockholders of said Corporation at which the Amendment of the charter of the Corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of her knowledge, information and belief.

WITNESS my hand and Notarial Seal.

Frances M. Hungerford
Notary Public

(NOTARIAL SEAL)

ARTICLES OF AMENDMENT

OF

J. HOWARD ANTHONY, INCORPORATED

approved by the State Tax Commission of Maryland August 20, 1956 and received for record August 20, 1956 at 9:18 o'clock A.M. as in conformity with law and ordered recorded.

A 6185

APPROVAL RECORDED IN M
MINUTES-CORPORATE LEDGER

Commissioners

Recorded in Liber F-7, folio 303, one of the Charter Records of the State Tax Commission of Maryland.

Capital - - - -

Increase of Capital - - - -

#4 2

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

To the clerk of the Circuit Court of Talbot County

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

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

(SEAL'S PLACE)

Albert W. Ward

Secretary

COLE AND SCULL, INC.

ARTICLES OF INCORPORATION

BE IT REMEMBERED, That on this 3rd day of April A.D., 1957 at 9:00 o'clock A.M. the following Articles of Incorporation or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit:

COLE AND SCULL, INC.

ARTICLES OF INCORPORATION

FIRST: That we, the subscribers, T. Hughlett Henry, whose post office address is Easton, Maryland, T. Hughlett Henry, Jr., whose post office address

chosen and qualify, are David Scull, William H. Cole, and Frederick B. Fox.

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 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 the 30th day of October, 1956.

Witness:

T. Hughlett Henry
T. Hughlett Henry

T. Hughlett Henry, Jr.
T. Hughlett Henry, Jr.

Frances Ann Nelson

William H. Adkins, II
William H. Adkins, II

STATE OF MARYLAND, COUNTY OF TALBOT, ss:

I HEREBY CERTIFY, That on this 30th day of October, 1956, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Queen Anne's, personally appeared T. Hughlett Henry, T. Hughlett Henry, Jr. and William H. Adkins, II, 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.

Frances Ann Nelson
Notary Public

(NOTARIAL SEAL)
My Commission Expires:
May 6th, 1957

ARTICLES OF INCORPORATION
OF
COLE AND SCULL, INC.

approved by the State Tax Commission of Maryland October 31, 1956 and received for record October 31, 1956 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 6917

APPROVAL RECORDED IN
MINUTES- CORPORATE LEDGER
Commissioners

Recorded in Liber F- 11, folio 294, one of the Charter Records of the State Tax Commission of Maryland.

Capital - - - -
Increase of Capital - - - -
Bonus Tax paid \$20.00 Recording fee paid \$10.00

To the clerk of the Circuit Court of Talbot County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been recieved, approved and recorded by the State Tax Commission of Maryland.

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

Albert W. Ward

Secretary

(SEAL'S PLACE)

ARTICLES OF AMENDMENT

OF

HISTORICAL SOCIETY OF TALBOT COUNTY, MARYLAND, INC.

BE IT REMEMBERED that on this 3rd day of April A.D., 1957 at 9:00 o'clock A.M. the following ARTICLES OF AMENDMENT or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit:

HISTORICAL SOCIETY OF TALBOT COUNTY, MARYLAND, INC.

ARTICLES OF AMENDMENT

Historical Society of Talbot County, Maryland, Inc. a Non-Stock Maryland Corporation having its principal office in Easton, Talbot 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 adding to the Articles of Incorporation the following:

ELEVENTH: In the event of liquidation and/or dissolution of the Historical Society of Talbot County, Maryland, Inc. all of the property and assets of the Society will be transferred, conveyed and delivered forthwith absolutely to one or more corporations or trusts which at the time of such dissolution and/or liquidation are recognized by the United States Commissioner of Internal Revenue as tax exempt charitable or educational institutions.

SECOND: The board of directors of the Corporation, at a meeting duly convened and held on the 14th day of September 1956, adopted a resolution in which was set forth the foregoing amendment to the charter, declaring that the said amendment to the charter was advisable and directing that it be submitted for action thereon at the regular meeting of the Society called for the 27th day of September 1956.

THIRD: Notice setting forth the said amendment of the charter (and the reason for it) and stating that a purpose of the meeting of the members of the Society would be to take action thereon, was given, as required by law, to all members of the Society entitled to vote thereon; and like notice was given to all members of the Corporation not entitled to vote thereon (if any), 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 all of the members present which was considerably more than the number required to constitute a quorum (as provided in Article Ninth of the Articles of Incorporation.)

FIFTH: The amendment of the Charter of the Corporation as hereinabove set has been duly advised by the board of directors and approved by the members of the Corporation.

IN WITNESS WHEREOF, The Historical Society of Talbot County, Maryland, Inc. has caused these presents to be signed in its name and on its behalf by its President or one of its Vice-Presidents and its corporate seal to be hereunto affixed by its Recording Secretary or its Corresponding Secretary, on the 4th day of October 1956.

Examined

HISTORICAL SOCIETY OF TALBOT COUNTY, MARYLAND, INC.

(CORPORATE)
(SEAL)

BY: Harrison Tilghman
Harrison Tilghman
President

ATTEST: Elva Camper
(Miss) Elva Camper
Recording Secretary

STATE OF MARYLAND) ss:
COUNTY OF TALBOT)

I hereby certify that on the 5th day of October 1956, before me, the subscriber a notary public of the State of Maryland in and for the County of Talbot, personally appeared Harrison Tilghman, President of the Historical Society of Talbot County, Maryland, Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation; and at the same time the said Harrison Tilghman made oath in due form of law that he was chairman of the meeting of 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 his knowledge, information and belief.

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

Agnes S. Claggett
Agnes S. Claggett
Notary Public
My Commission Expires
May 6, 1957

(NOTARIAL SEAL)

ARTICLES OF AMENDMENT
OF

HISTORICAL SOCIETY OF TALBOT COUNTY, MARYLAND, INC.

approved by the State Tax Commission of Maryland October 8, 1956 and received for record October 8, 1956 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 6669

APPROVAL RECORDED IN
MINUTES-CORPORATE LEDGER
Commissioners

Recorded in Liber F-9, folio 636, one of the Charter Records of the State Tax Commission of Maryland.

Capital - - - -
Increase of Capital - - - -
Bonus tax paid \$- - - - Recording fee paid \$10.00

To the Clerk of the Circuit Court of Talbot County

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

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

(SEAL'S PLACE)

Albert W. Ward
Secretary

ARTICLES OF INCORPORATION

OF

OLD WYE MILL SOCIETY, INC.

BE IT REMEMBERED that on this 3rd day of April A.D., 1957 at 9:00 o'clock A.M. the following ARTICLES OF INCORPORATION or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit:

OLD WYE MILL SOCIETY, INC.

ARTICLES OF INCORPORATION

FIRST: That we, the subscribers, T. Hughlett Henry, whose post office address is Easton, Maryland, T. Hughlett Henry, Jr., whose post office address is Easton, Maryland, and William H. Adkins, II, whose post office address is Easton, 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.

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

OLD WYE MILL SOCIETY, INC.

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

To buy, sell and deal in all kinds of grains, feeds, remedies, minerals and milling products and to mill, manufacture, prepare and process the same, and generally to transact a general milling business, including the purchasing and processing of raw stock and the packaging, sale, distribution and advertising of either raw stock or partially finished goods.

To acquire real and personal property of all kinds for cash or partly for cash or for securities of the Corporation, and to hold, improve, sell, convey, assign, release, mortgage, incumber, lease or otherwise deal with such property.

To act as proprietor, agent, broker or factor in connection with the operation of the milling business or the acquisition or disposition of property of all kinds and to conduct any of its business either directly or through agents, salesmen, employees or attorneys.

To do all things and to have and exercise all the authorities and powers generally done and exercised by a milling company in accordance with the Laws of the State of Maryland, now in effect or hereafter enacted.

To acquire by purchase, or otherwise, real estate, property rights, business, good will, franchises and assets of every kind of any corporation carrying on, in whole or in part, the aforesaid business, or any other business, in whole or in part that the Corporation may be authorized to carry on; and to pay for the same in stock of the Corporation, cash or otherwise in the manner provided by the Statutes of Maryland.

To establish, maintain and operate offices and agencies and to conduct its business in the State of Maryland and elsewhere, including States and Territories of the United States and any foreign countries, provided that, in the transaction of business, the Corporation shall be subject to the laws and statutes of each State or foreign Country in which the same may be transacted or its property may be located.

FOURTH: The post office address of the principal office of the Corporation in

Examined

this State is Wye Mills, Maryland. The name and post office address of the resident agent of the Corporation in this State is Clara D. Kellogg, Queen Anne, Maryland. Said resident agent is an individual, actually residing herein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Ten Thousand (10,000) Shares of the par value of Ten (\$10.00) Dollars a share, all of one class, and having an aggregate par value of One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The number of directors of the Corporation shall be five (5), which number may be increased, or decreased, pursuant to the By-Laws of the Corporation but shall never be less than three (3), and the names of the directors who shall act until the first annual meeting, or until their successors are duly chosen and qualify, are Howard Eley, A. Johnson Grymes, Jr., Robert G. Henry, Clara D. Kellogg and Philip W. Moore.

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 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 of the 15th day of October, 1956.

Witness:

T. Hughlett Henry
T. Hughlett Henry

T. Hughlett Henry, Jr.
T. Hughlett Henry, Jr.

William H. Adkins, II
William H. Adkins, II

Frances Ann Nelson

STATE OF MARYLAND, COUNTY OF TALBOT, ss;

I HEREBY CERTIFY, That on this 15th day of October, 1956, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Queen Anne's, personally appeared T. Hughlett Henry, T. Hughlett Henry, Jr. and William H. Adkins, II, 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.

(NOTARIAL SEAL)

My Commission Expires:

Frances Ann Nelson
Notary Public

May 6th, 1957

ARTICLES OF INCORPORATION

OF

OLD WYE MILL SOCIETY, INC.

approved by the State Tax Commission of Maryland October 17, 1956 and received for record October 17, 1956 at 11:12 o'clock A.M. as in conformity with law and ordered recorded.

Recorded in Liber F-10, folio 233, one of the Charter Records of the State Tax Commission of Maryland.

Capital

Increase of Capital

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

To the clerk of the Circuit Court of Talbot County

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

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

(SEAL'S PLACE)

Albert W. Ward
Secretary

ARTICLES OF INCORPORATION

OF

MILES CATERING SERVICE, INCORPORATED

BE IT REMEMBERED that on this 3rd day of April A.D., 1957 at 9:00 o'clock A.M. the following ARTICLES OF INCORPORATION or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit:

ARTICLES OF INCORPORATION

OF

MILES CATERING SERVICE, INCORPORATED

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Harry H. Smith, whose post office address is St. Michaels, Maryland, Edward E. Stewart, whose post office address is St. Michaels, Maryland, and Viva Louise Stewart, whose post office address is St. Michaels, Maryland, all being of full legal age do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is MILES CATERING SERVICE, INCORPORATED.

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 buy, lease, build, own, hold, maintain, equip, mortgage, sell or otherwise deal in real and personal property of all kinds and classes, wheresoever the same may be situate, in the State of Maryland or elsewhere in the United States of America.

(b) To conduct the business of catering in all its lines; to take charge of plan and prepare banquets, crab feasts, clam bakes, and other similar activities; to furnish waiters, waitresses, and other help for such activities; to produce, buy, sell, distribute and otherwise deal in food, food products, and beverages, of all classes and description; and to do any and all other things necessary and pertinent to such business.

Examined

(c) To purchase, lease or otherwise acquire and dispose of real estate, property rights, business, good-will, franchises and assets of every kind of Corporation, firm, partnership or individual, 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 pay for the same in cash, stock, bonds or other securities of the Corporation, or otherwise.

(d) To carry on any of the businesses hereinbefore enumerated or any other business which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or either of them, to facilitate the transaction of its aforesaid businesses, or any part thereof, or in the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of its property or rights.

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

(f) To exercise all and every the powers and rights conferred on corporations generally by the Laws of the United States of America, the State of Maryland and all other states and countries in which the Corporation may do business; to conduct its business in the State of Maryland and elsewhere in the United States of America, provided that, in the transaction of its business, the Corporation shall be subject to the laws and statutes of each state in which the same may be transacted or its property may be located.

It is the intention that the Corporation shall be authorized to exercise and enjoy all other powers, rights and privileges granted to or conferred upon corporations of this character by the Laws of the State of Maryland, and that the enumeration of powers herein is not intended as exclusive or in limitation of, or as a waiver of, any other powers, rights or privileges, granted or conferred by the Laws of the State of Maryland, now or hereafter in force, except as in this Article expressly limited or restricted, but in furtherance of the same.

FOURTH: The post office address of the place as which the principal office of the Corporation in this State shall be located will be St. Michaels, Maryland. The resident agent of the Corporation is Edward E. Stewart, whose post office address is St. Michaels, Maryland. Said resident agent is a citizen of the State of Maryland and acutally resides therein.

FIFTH: The Corporation shall have not less than three nor more than seven directors, and Harry H. Smith, Edward E. Stewart and Viva Louise Stewart 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 Twenty-five Thousand (\$25,000.00) Dollars par value of common stock, divided into Two Thousand Five Hundred (2,500) shares of the par value of Ten (\$10.00) Dollars each.

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

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 1st day of October, A.D. 1956.

WITNESS:

<u>Catherine Wilson</u>	as to	<u>Harry H. Smith</u>
Catherine Wilson		Harry H. Smith
<u>Catherine Wilson</u>	as to	<u>Edward E. Stewart</u>
Catherine Wilson		Edward E. Stewart
<u>Catherine Wilson</u>	as to	<u>Viva Louise Stewart</u>
Catherine Wilson		Viva Louise Stewart

STATE OF MARYLAND, TALBOT COUNTY, to wit:

THIS IS TO CERTIFY, that on this 1st day of October, A.D. 1956, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Harry H. Smith, Edward E. Stewart and Viva Louise Stewart, to me personally known, and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

My Commission Expires: May 6, 1957

Catherine Wilson
Notary Public
(NOTARIAL SEAL)

ARTICLES OF INCORPORATION
OF

MILES CATERING SERVICE, INCORPORATED

approved by the State Tax Commission of Maryland October 3, 1956 and received for record October 3, 1956 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 6622

APPROVAL RECORDED IN
MINUTES-CORPORATE LEDGER
Commissioners

Recorded in Liber F-9, folio 350, one of the Charter Records of the State Tax Commission of Maryland.

Capital

Increase of Capital

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

To the clerk of the Circuit Court of Talbot County

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

AS WITNESS my hand and seal of the said Commission at Baltimore

(SEAL'S PLACE)

Albert W. Ward

Secretary

ARTICLES OF INCORPORATION

OF

SKIPPER-CRAFT MANUFACTURING COMPANY, INCORPORATED

BE IT REMEMBERED, that on this 3rd day of April A.D., 1957 at 9:00 o'clock A.M. the following ARTICLES OF INCORPORATION or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit:

ARTICLES OF INCORPORATION

OF

SKIPPER-CRAFT MANUFACTURING COMPANY

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Sherwood M. Hubbard, whose postoffice address is Centreville Road, Easton, Maryland, Joseph D. Harper, whose post office address is 12 Dukes Avenue, Easton, Maryland, and L. Elbert Garey, whose postoffice address is 522 Goldsboro Street, Easton, Maryland, all being as 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:

SKIPPER-CRAFT MANUFACTURING COMPANY, INCORPORATED

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

a. To engage in the business of designing, fabricating, manufacturing, buying, selling and distributing boats, ships, vessels, machinery, devices, materials and mechanical and marine accessories; to produce, buy and import raw materials necessary for the proper business of the corporation; to engage in a general wholesale and retail boat and marine supply business, on its own behalf, and for others, and in general to do all things proper and necessary for the successful conduct of its business.

b. To buy, design, fabricate, deal in and sell at retail and wholesale, mechanical, automotive, marine and boat accessories, equipment, fixtures, parts, supplied and devices of every kind and to engage in the business of the repair, service and maintenance of mechanical equipment and marine equipment, including ships, boats and vessels of every kind and description; to operate a marina for the service, maintenance, repair, distribution and sale of marine and mechanical equipment and accessories of every kind.

c. To engage in the general woodwork business; to design and manufacture and fabricate and sell at wholesale and retail, wood products of every kind and

Examined

description.

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

e. To carry out all or any part of the foregoing 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 R.F.D. Cordova Road, Easton, Maryland. The resident agent of the Corporation is Sherwood M. Hubbard, whose postoffice address is Centreville Road, Easton, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5,000) shares of the par value of Twenty Five Dollars (\$25.00) each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Twenty-Five Thousand Dollars (\$125,000.00).

SIXTH: The Corporation shall have not less than three (3) directors nor more than seven (7) directors, and Sherwood M. Hubbard, Joseph D. Harper and L. Elbert Garey shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

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

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on this 22nd day of October, 1956.

WITNESS:

William Reddie
William Reddie

William Reddie
William Reddie

Sherwood M. Hubbard (SEAL)
Sherwood M. Hubbard

Joseph D. Harper (SEAL)
Joseph D. Harper

William Reddie
William Reddie

L. Elbert Garey (SEAL)
L. Elbert Garey

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

I HEREBY CERTIFY, That on this 22nd day of October, in the year Nineteen Hundred and Fifty-Six, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Talbot, personally appeared Sherwood M. Hubbard, Joseph D. Harper and L. Elbert Garey, and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

(NOTARIAL SEAL.)

Mary Catherine R. Quidas
Notary Public
(formerly Mary Catherine Ross)
Mary Catherine Ross

ARTICLES OF INCORPORATION
OF

SKIPPER-CRAFT MANUFACTURING COMPANY, INCORPORATED

approved by the State Tax Commission of Maryland October 23, 1956 and received for record October 23, 1956 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 6834

APPROVAL RECORDED IN
MINUTES-CORPORATE LEDGER
Commissioners

Recorded in Liber R-10, folio 375, one of the Charter Records of the State Tax Commission of Maryland.

Capital

Increase of Capital

Bonus Tax paid \$25.00 Recording fee paid \$10.00

To the clerk of the Circuit Court of Talbot County

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

AS WITNESS my hand and seal of the said Commission At Baltimore.

(SEAL'S PIA CE)

Albert W. Ward
Secretary

ARTICLES OF INCORPORATION

of

THE ATLANTIC COAST WINDOW INSTALLATION COMPANY

BE IT REMEMBERED, That on this 3rd day of April A.D., 1957 at 9:00 o'clock A.M. the following ARTICLES OF INCORPORATION or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit:

ARTICLES OF INCORPORATION

OF

THE ATLANTIC COAST WINDOW INSTALLATION COMPANY

THIS IS TO CERTIFY:

Examined

FIRST: That we, the subscribers, Elmer L. Reese, Jr., whose post office address is Campbell Building, Towson 4, Maryland, Lelia G. Lyons, whose post office address is Campbell Building, Towson 4, Maryland, and Mary E. Harris, whose post

office address is Campbell Building, Towson 4, Maryland, all being of full legal age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

THE ATLANTIC COAST WINDOW INSTALLATION COMPANY

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 construct, alter, assemble, install and manufacture windows, doors, storm windows and storm doors of any type for residential, commercial or industrial use.

B. To sell, at retail or wholesale, awnings, canopies, shutters, windows and doors of any description.

C. To conduct and carry on the business of builders and contractors for the purpose of building, erecting, altering, repairing or doing any other work in connection with any class of building and improvements of any kind and nature whatsoever, including the performance of engineering and architectural work and generally to do and perform any and all works as builders and contractors.

D. To purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, encumber, manage, lease, or in any manner deal in real, personal and/or leasehold property wherever situated.

E. To buy, sell and otherwise deal in notes, stocks, bonds or other investments of other corporations.

F. 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.

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

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

I. To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange,

lease, mortgage, pledge or otherwise dispose of; any shares of stock 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 certificated, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

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

L. To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries and to maintain offices and agencies in any or all states, territories, districts, colonies and dependencies of the United States of America and 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 place at which the principal office of the Corporation in this State will be located is Goose Neck Road,

Royal Oak, Talbot County, Maryland, The resident agent of the Corporation is E. Carey Guth, whose post office address is Goose Neck Road, Royal Oak, Talbot County, Maryland. Said resident agent is a citizen of the State of Maryland actually resides therein.

FIFTH: The total authorized capital stock of said Corporation shall be One Hundred Thousand Dollars (\$100,000.00), divided into Ten Thousand (10,000) shares, each having the par value of Ten Dollars (\$10.00).

SIXTH: The Corporation shall have three directors, and Elmer L. Reese, Jr., Lelia G. Lyons and Mary E. Harris shall act as such until the first annual meeting, or until their successors are duly chosen and qualified.

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

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

IN WITNESS WHEREOF, we have signed this Articles of Incorporation this 9th day of October, 1956.

WITNESS:

Elmer L. Reese, Jr. (SEAL)
Elmer L. Reese, Jr.

Lelia G. Lyons (SEAL)
Lelia G. Lyons

Edna F. Dresbach
Edna F. Dresbach

Mary E. Harris (SEAL)
Mary E. Harris

STATE OF MARYLAND, BALTIMORE COUNTY, TO WIT:

I HEREBY CERTIFY that on this 9th day of October, in the year nineteen hundred and fifty-six, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Baltimore aforesaid, personally appeared Elmer L. Reese, Jr., Lelia G. Lyons and Mary E. Harris, and they acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal.

Edna F. Dresbach
Edna F. Dresbach-Notary Public

(SEAL'S PLACE)

ARTICLES OF INCORPORATION

OF

THE ATLANTIC COAST WINDOW INSTALLATION COMPANY

approved by the State Tax Commission of Maryland October 11, 1956 and received for record October 11, 1956 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 6765

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber F-9, folio 1156, one of the Charter Records of the State Tax Commission of Maryland.

Capital - - -

Increase of Capital - - - -

Bonus tax paid \$20.00 Recording fee paid \$12.00

To the clerk of the Circuit Court of Talbot County

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

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

(SEAL PLACE)

Albert W. Ward

Secretary

ARTICLES OF INCORPORATION

OF

YALE SPORTSWEAR CO., INC.

BE IT REMEMBERED, That on this 3rd day of April A.D., 1957 at 9:00 o'clock A.M. the following ARTICLES OF INCORPORATION or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit:

YALE SPORTSWEAR CO., INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:-

That we, the subscribers, Moses W. Rosenfeld, whose Post Office address is 912 Fidelity Building, Baltimore 1, Maryland; Webster S. Blades, whose Post Office address is 912 Fidelity Building, Baltimore 1, Maryland; and Charles M. Cahn, Jr., whose Post Office address is 912 Fidelity Building, Baltimore 1, 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.

1. The name of the corporation (which is hereinafter called the Corporation) is Yale Sportswear Co., 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:-

Examined

A. To buy, sell, deal in, manufacture, including the manufacture in whole or in part by contract, and otherwise acquire and dispose of walking shorts, Bermuda shorts, trunks and shorts of every kind and nature for men, women and children and all wearing apparel of any kind, and all other goods and materials consisting of or manufactured from cloths, fabrics or materials made from thread, silk, cotton, wood acetate, cellulose, nylon and dacron, as well as any substitutes of any of the above.

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 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 215 North Washington Street, Easton, Maryland. The resident agent of the corporation is Hyman N. Firstman, whose Post Office address is 215 North Washington Street, Easton, Maryland.

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, of which Four thousand (4,000) shares without nominal or par value are Preferred stock and of which One thousand (1,000) shares without nominal or par value are Common stock.

6. The preferences, voting powers, restrictions and qualifications of each class of stock are as follows:-

(a) Dividends:- The holders of each share of Preferred Stock shall be entitled to receive from the surplus or net profits of the corporation, when and as declared by its Board of Directors, yearly dividends at the rate of Five (\$5.00) Dollars per annum, and no more, payable quarterly on the first days of January, April, July and October of each year. Such dividends on the Preferred Stock shall be non-cumulative, and no dividends shall be declared, paid or set apart on the Common Stock in any year until all such non-cumulative dividends on the Preferred Stock for such year shall have been paid. The holders of each share of Preferred Stock shall not be entitled to participate in or receive any dividend or share of profits, whether payable, in cash, stock or property, in excess of the aforesaid non-cumulative dividends. After all dividends for any year on the outstanding Preferred Stock shall have been declared and the corporation shall have paid the same or shall have set apart a sum sufficient therefore, the holders of the outstanding Common Stock shall in such year be entitled to receive equally, share for share, out of the remaining surplus or net profits such dividends as may from time to time be declared by the Board of Directors.

(b) Redemption of Preferred Stock;- At the option of the Board of Directors, the whole or any part of the Preferred Stock outstanding at any time may, upon not less than thirty (30) days previous notice given by mail to the holders of record of such stock, be redeemed or purchased at One Hundred (\$100.00) Dollars for each share plus all dividends thereon unpaid for the year of such redemption or purchase. In the event that less than all of the outstanding Preferred Stock is to be redeemed or purchased, the redemption or purchase may be affected either by lot or pro rata in such manner as may be prescribed by resolution of the Board of Directors.

(c) Preferences upon liquidation, etc:- In the event of liquidation, dissolution or winding up of the corporation (whether voluntary or involuntary), the holders of the issued and outstanding Preferred Stock shall be entitled to receive out of the assets a sum equal to One Hundred (\$100.00) Dollars for each share plus all dividends thereon unpaid for the year of such liquidation, dissolution or winding up, before any distribution to the holders of the Common Stock. After the payment hereinabove provided for have been made to the holders of the outstanding Preferred Stock, the holders of the outstanding Common Stock shall be entitled to share equally, share for share, in all of the remaining assets available for distribution. A consolidation or merger of the Corporation with any other corporation or corporations shall not be deemed to be a liquidation, dissolution or winding up within the meaning of this clause.

(d) Voting rights:- Except as otherwise provided by law, the holders of each share of Preferred Stock shall not be entitled to vote under any circumstances or in connection with any action taken by the corporation. The holders of record of each share of Common Stock shall be entitled to one vote in all proceedings in which action shall be taken by stockholders of the corporation.

7. 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 authorized shares of stock without par value or securities convertible into shares of stock without par value to be issued.

8. 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, ~~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.

9. 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:-

Moses W. Rosenfeld	912 Fidelity Bldg., Charles & Lexington Sts., Baltimore 1, Md.
Webster S. Blades	912 Fidelity Bldg., Charles & Lexington Sts., Baltimore 1, Md.
Charles M. Cahn, Jr.	912 Fidelity Bldg., Charles & Lexington Sts., Baltimore 1, Md.

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 out hand and affixed our seals this 25th day of October, 1956.

TEST:

Moses W. Rosenfeld
Moses W. Rosenfeld

Webster S. Blades
Webster S. Blades

Charles M. Cahn, Jr.
Charles M. Cahn, Jr.

Glenda Lynn Bernstein

ARTICLES OF SALE

STATE OF MARYLAND, BALTIMORE CITY, TO WIT:

On this the 25th day of October, 1956, before me, a Notary Public, the undersigned officer, personally appeared MOSES W. ROSENFELD, WEBSTER S. BLADES and CHARLES M. CAHN, 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 purpose therein contained.

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

(SEAL'S PLACE)

Dorothy S. Weimtraub
Notary Public

My Commission Expires May 6, 1957

ARTICLES OF INCORPORATION

OF

YALE SPORTSWEAR CO., INC.

approved by the State Tax Commission of Maryland October 25, 1956 and received for record October 25, 1956 at 11:50 o'clock A.M. as in conformity with law and ordered recorded.

A 6860

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber F-10, folio 531, one of the Charter Records of the State Tax Commission of Maryland.

Capital - - -

Increase of Capital - - -

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

To the Clerk of the Circuit Court of Talbot County

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

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

(SEAL'S PLACE)

Albert W. Ward
Secretary

ARTICLES OF SALE

BY AND BETWEEN

HAYDEN HEATER COMPANY

a body corporate of the State of Maryland, transferor

and

GENERAL FITTINGS COMPANY

a body corporate of the State of Rhode Island, transferee

Examined

BE IT REMEMBERED, That on this 24th day of May A.D., 1957 at 9:00 o'clock A.M. the following ARTICLES OF SALE or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit:

ARTICLES OF SALE
BY AND BETWEEN
HAYDEN HEATER COMPANY

A body corporate of the State of Maryland, transferor
and

GENERAL FITTINGS COMPANY

A body corporate of the State of Rhode Island, transferee

Hayden Heater Company, a body corporate of the State of Maryland, hereinafter referred to as Transferor, and General Fittings Company, a body corporate of the State of Rhode Island, hereinafter referred to as Transferee, hereby certify to the State Tax Commission of Maryland, that:

FIRST: Transferor agrees to sell substantially all its property and assets, to wit, its tangible personal property to Transferee.

SECOND: Transferee's name is General Fittings Company, and the post office address of its principal place of business is East Greenwich, Rhode Island.

THIRD: Transferor's name is Hayden Heater Company, and Transferor is a Maryland Corporation.

Transferee's name is General Fittings Company; it was incorporated under the general laws of the State of Rhode Island on January 3, 1929, and is not qualified or registered to do business in this State.

FOURTH: The nature of the consideration to be paid in cash, and the amount thereof is to be determined as follows: Transferee will pay Transferor a sum equivalent to the value, as of December 31, 1956, of all items classified by Transferor as inventory, such inventory and the value thereof to be established by physical inventory taken on or after November 30, 1956, and adjusted to date of closing to entries on Transferor's books, and to valued at the lower of cost or market, plus a sum equivalent to the depreciated book value of the remainder of Transferor's tangible assets, as of December 31, 1956, plus the sum of \$1400.00. If Transferee so requires, Transferor shall assign and transfer to it the latter's trade-mark, for the additional sum of \$160.00. It is estimated that the total amount of the purchase price, computed as above, will be between \$14,000.00 and \$15,000.00.

FIFTH: Transferor's principal and only office is located in Easton, Talbot County, Maryland, Transferee has no office in this State. Transferor owns no property title to which could be affected by the recording of an instrument among the land records of any county.

SIXTH: The post office address of Transferee's principal office is East Greenwich, Rhode Island, The name and address of Transferee's resident agent in this State, service of process upon whom shall bind said Transferee in any action, suit, or proceeding pending or hereafter instituted against it, under the provisions of Article 23, Annotated Code of Maryland, Subtitle "Consolidation, Merger and Other transfers of Property" but for no other purpose, is William H. Adkins, II, Easton, Maryland. Said resident agent is an individual actually residing in the State of Maryland.

SEVENTH: These Articles were duly advised by Transferor's board of directors and approved by its stockholders by affirmative vote of at least two-thirds of all

the voters entitled to vote thereon.

EIGHTH: The transfer to be effected was duly advised, authorized and approved in the manner and by the vote required by Transferee's charter and by the laws of its State of incorporation.

NINTH: The transfer contemplated by these Articles shall take effect as of December 31, 1956. On said date, Transferor shall deliver to Transferee a good and marketable title to the assets to be purchased by Transferee, i.e., Transferor's tangible personal property together with its trade-mark, if assignment of said trade-mark is required by Transferee, free and clear of all liens and claims. Transferor shall comply with all provisions of law applicable to such transfers, and Transferee shall not assume any of Transferor's indebtedness or liabilities, it being understood and agreed that Transferor shall protect Transferee and save it harmless from all such indebtedness and liabilities. It is further understood and agreed that Transferor's cash and accounts receivable are not included in this sale, but are expressly reserved herefrom.

Transferor acknowledges the receipt of \$1,000.00 paid on account of the purchase price, as above set forth, paid prior to the execution of these Articles. Said downpayment is to be held in escrow by William H. Adkins, II, Easton, Maryland, until date of closing. In the event that the transaction herein contemplated is for any reason not consummated, said sum of \$1,000.00 is to be returned to Transferee.

In the event of damage to any of said tangible assets by fire or other casualty prior to time of closing, an appropriate adjustment shall be made in the purchase price, to reflect the reduction in value of such assets.

Transferee's obligation to purchase said assets is conditioned upon Mr. Sydney J. Hayden accepting employment with Transferee as of January 1, 1957, upon the basis heretofore agreed between said Hayden and Transferee.

IN WITNESS WHEREOF Hayden Heater Company and General Fitting Company have caused these presents to be signed, each in its name and on its behalf, by the former's Vice-President and the latter's President, and their respective corporate seals to be hereunto affixed and attested by their respective secretaries, this 7th day of December, 1956.

ATTEST:

Howard F. Williams
Secretary

HAYDEN HEATER COMPANY,

By Desmond P. Corrigan
Desmond P. Corrigan
Vice-President

Transferor

(CORPORATE SEAL)

GENERAL FITTINGS COMPANY

Ralph C. Patton
Secretary

By Horace F. Horton
President

(CORPORATE SEAL)

STATE OF MARYLAND, TALBOT COUNTY, to wit:

I HEREBY CERTIFY that on the 3rd day of December, 1956, before me, the subscriber, a Notary Public of the State of Maryland, in and for Queen Anne's County, personally appeared Desmond P. Corrigan, the Vice-President of the Hayden Heater Company, and in the name and on behalf of said corporation, being authorized

so to do, acknowledged the foregoing Articles of Sale to be the corporate act of said corporation; and at the same time also personally appeared S.J.Hayden, and made oath in due form of law that he was Chairman of the Special Meeting of the Stockholders of said corporation at which said Articles of Sale were approved, and that the matters and facts set forth in said Articles of Sale are true to the best of his knowledge, information and belief.

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

(NOTARIAL SEAL)

Frances Ann Nelson
Notary Public

My Commission Expires: May 6th, 1957

STATE OF RHODE ISLAND, COUNTY OF PROVIDENCE, to wit:

I HEREBY CERTIFY that on the 7th day of December, 1956, before me, the subscriber, a Notary Public of the State of Rhode Island, in and for the County aforesaid, personally appeared Horace F. Horton, President of General Fittings Company, and in the name and on behalf of said corporation, being authorized so to do, acknowledged the foregoing Articles of Sale to be the corporate act of said corporation, and further made oath in due form of law that the matters set forth therein are true to the best of his knowledge, information and belief.

Mary A. Crawford
Notary Public

My Commission Expires:

June 30, 1961

(NOTARIAL SEAL)

ARTICLES OF SALE BY AND BETWEEN

HAYDEN HEATER COMPANY, (a Md. Corp), the transferor
and
GENERAL FITTINGS COMPANY, (a Rhode Island Corp.), Transferee

approved by the State Tax Commission of Maryland December 28, 1956 and received for record December 28, 1956 at 2:45 o'clock P.M. as in conformity with law and ordered recorded.

A 7486

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber F-18, folio 327, one of the Charter Records of the State Tax Commission of Maryland.

Capital - - -

Increase of Capital - - -

Bonus Tax paid \$- - - - Recording fee paid \$10.00

To the clerk of the Circuit Court of Talbot County

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

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

Albert W. Ward
Secretary

(SEAL'S PLACE)

ARTICLES OF DISSOLUTION

OF

PENINSULA CONSTRUCTION SALES COMPANY, INC.

BE IT REMEMBERED, That on this 24th day of May, A.D., 1957 at 9:00 o'clock A.M. the following ARTICLES OF DISSOLUTION or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit:-

THE STATE TAX COMMISSION OF MARYLAND

hereby gives notice that ARTICLES OF DISSOLUTION of the PENINSULA CONSTRUCTION SALES COMPANY, INC. were received for record on December 28, 1956, 19---, in accordance with the provisions of Sec.72 of Art.23 of the Code (1951 Edition.).

OWEN E. HITCHINSJOHN WOOD LOGAN

Commissioners,

PENINSULA CONSTRUCTION SALES COMPANY, INC.ARTICLES OF DISSOLUTIONPENINSULA CONSTRUCTION SALES COMPANY, INC., a Maryland

corporation having its principal office in Easton, Talbot County, Maryland (hereinafter called the Corporation), hereby certified to the State Tax Commission 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 Easton, Talbot 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 Peter O. Hersloff, Easton, Talbot County, Maryland. Said resident agent is an individual actually residing in this State.

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

Peter O. Hersloff Easton, Maryland

Thomas T. Firth, Jr. Easton, Maryland

Z.H. Stafford Easton, Maryland

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

Peter O. Hersloff, President Easton, Maryland

Thomas T. Firth, Jr., Secretary Easton, Maryland

Thomas T. Firth, Jr., Treasurer Easton, Maryland

SIXTH: A majority of the entire board of directors, at a meeting of the board of directors of the Corporation duly convened and held on December 3, 1956, 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 held on December 14, 1956.

Examined

SEVENTH: A consent in writing to the dissolution of the Corporation was signed by all the stockholders of the Corporation, such consent is filed with the records of the Corporation, and the dissolution of the Corporation has been duly advised by the board of Directors and authorized by the stockholders of the Corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland (L.1951, ch.135).

EIGHTH: Notice that dissolution of the Corporation had been duly authorized pursuant to Article 23 of the Annotated Code of Maryland (L,1951, ch.135) was mailed on December 3, 1956, to all known creditors of the Corporation.

NINTH: These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland and of the following collectors of taxes (being all collectors of taxes in the list thereof heretofore supplied to the Corporation by the State Tax Commission of Maryland) 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 160 of Article 81 or otherwise, including taxes billed for the year in which the dissolution of the Corporation is to be effected, namely:

Treasurer of Talbot County, Maryland

IN WITNESS WHEREOF, PENINSULA CONSTRUCTION SALES COMPANY, INC. has caused these presents to be signed in its name and on its behalf by its President or one of its Vice-Presidents and its corporate seal to be hereunto affixed and attested by its Secretary or one of its Assistant Secretaries, on December - - - , 1956.

ATTEST:

Thomas T. Firth, Jr.
Thomas T. Firth, Jr.,
Secretary

PENINSULA CONSTRUCTION SALES
COMPANY, INCORPORATED
By Peter O. Hersloff
Peter O. Hersloff, President

(CORPORATE SEAL)

STATE OF MARYLAND, TALBOT COUNTY, ss:

I HEREBY CERTIFY that on December _____, 1956, before me, the subscriber, a notary public of the State of Maryland in and for QueenAnne's County, personally appeared Peter O. Hersloff, President of Peninsula Construction Sales Company, 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 Thomas T. Firth, Jr. and made oath in due form of law that he was secretary of the Board of Directors of said corporation at which the dissolution of the corporation therein set forth was authorized, and that the matters and facts set forth in said Articles of Dissolution are true to the best of his knowledge, information and belief.

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

(NOTARIAL SEAL)

Frances Ann Nelson
Notary Public

My Commission Expires:
May 6th, 1957

STATE OF MARYLAND
TALBOT COUNTY

OFFICE OF COUNTY TREASURER
W. FRAMPTON CARROLL, TREASURER

Easton, Md.
December 21, 1956.

THIS IS TO CERTIFY, That the books of the Treasurer of Talbot County show that all taxes and charges due Talbot County ~~show that all taxes and charges due Talbot County~~, payable through the said office as of the date hereof by

PENINSULA CONSTRUCTION SALES CO., INC.

have been paid.

WITNESS my hand and official seal this twenty-first day of December A.D. 1956.

(SEAL'S PLACE)

W. Frampton Carroll, Treasurer
W. Frampton Carroll, Treasurer.
CP

THE MAYOR AND COUNCIL

Easton, Maryland

M. Evelyn Startt
Town Clerk

December 28, 1956

This is to certify that the books of the Mayor and Council of Easton show that all taxes and chrages due the Town of Easton, payable through the said office as of the date hereof by PENINSULA CONSTRUCTION SALES CO., INC. have been paid.

WITNESS my hand and official seal this 28th day of December, 1956.

M. Evelyn Startt
M. EVELYN STARTT
Town Clerk

(SEAL'S PLACE)

OFFICE OF COMPTROLLER
TREASURY DEPARTMENT
Annapolis, Maryland

A. Millard Tawes
Comptroller
Joseph O'C. McCusker
Chief Deputy

THIS IS TO CERTIFY, That the books of the State Comptroller's Office show that all taxes and charges due the State of Maryland, payable through the said office as of the date hereof by

PENINSULA CONSTRUCTION SALES COMPANY, INC.

have been paid.

WITNESS my hand and official seal this eighteenth day of December A.D. 1956.

(SEAL'S PLACE)

J. M. Millard Tawes
Comptroller

ARTICLES OF DISSOLUTION

OF

PENINSULA CONSTRUCTION SALES COMPANY, INC.

approved by the State Tax Commission of Maryland December 28, 1956 and received for record December 28, 1956 at 2:35 o'clock P.M. as in conformity with law and ordered recorded

A 7482

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber F-18, folio 301, one of the Charter Records of the State Tax Commission of Maryland.

Capital - - - - -

Increase of Capital - - - - -

Bonus tax paid \$10.00 Recording fee paid \$12.00

To the Clerk of the Circuit Court of Talbot County

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

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

(SEAL'S PLACE)

Albert W. Ward
Secretary

ARTICLES OF DISSOLUTION

OF

TRED AVON HOSIERY MILLS, INCORPORATED

BE IT REMEMBERED That on this 24th day of May A.D., 1957 at 9:00 o'clock A.M., the following ARTICLES OF DISSOLUTION or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit:

THE STATE TAX COMMISSION OF MARYLAND

hereby gives notice that ARTICLES OF DISSOLUTION of the TRED AVON HOSIERY MILLS, INCORPORATED were received for record on December, 6, 1956, 19 - -, in accordance with the provisions of Sec.72 of Art.23 of the Code (1951 Edition).

OWEN E. HITCHINS

JOHN WOOD LOGAN
COMMISSIONERS.

TRED AVON HOSIERY MILLS, INCORPORATED

ARTICLES OF DISSOLUTION

Tred Avon Hosiery Mills, Incorporated, a Maryland corporation having its principal office in Talbot County, Maryland (hereinafter called the Corporation), hereby certified to the State Tax Commission 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 Oxford, Talbot 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, is Paul A. Martin, Oxford, Talbot County, Maryland. Said resident agent is an individual actually residing in this State.

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

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
Paul A. Martin	Oxford, Maryland
Anna E. Martin	Oxford, Maryland
William Reddie	Easton, Maryland

Examined

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>
Paul A. Martin	President	Oxford, Maryland
Anna E. Martin	Secretary	Oxford, Maryland
William Reddie	Vice-President	Easton, Maryland.

SIXTH: A majority of the entire board of directors, at a meeting of the board of Directors of the Corporation duly convened and held on September 10, 1955, adopted a resolution declaring that dissolution of the Corporation is advisable and directing that the proposed dissolution be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on October 24, 1955.

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 two-thirds of all the votes entitled to be cast thereon.

NINTH: The dissolution of the Corporation has been duly advised by the board of director and authorized by the stockholders of the Corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland.

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

Commissioners of Oxford	-	Oxford, Maryland
Treasurer, Talbot County	-	Easton, Maryland
Comptroller of the Treasury	-	Annapolis, Maryland

IN WITNESS WHEREOF, Tred Avon Hosiery Mills, 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 26th day of November, 1956.

ATTEST:

TRED AVON HOSIERY MILLS, INCORPORATED

Anna E. Martin, Secty.
Anna E. Martin - Secretary

By Paul A. Martin, Pres.
Paul A. Martin - President

(CORPORATE SEAL)

STATE OF MARYLAND,

COUNTY OF TALBOT, ss:

I HEREBY CERTIFY, That on this 26th day of November 1956, before me, the subscriber, a Notary Public of the State of Maryland in and for the County of Talbot, personally appeared Paul A. Martin, President of Tred Avon Hosiery Mills, 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 at the same time personally appeared Anna E. Martin, 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.

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

Aulby B. Bates, Sr.

Notary Public

Aulby Bates, Sr.,

(NOTARIAL SEAL)

STATE OF MARYLAND
TALBOT COUNTY

OFFICE OF COUNTY TREASURER
W. Frampton Carroll, Treasurer

Easton, Md.
November 14, 1956

This is to certify that all taxes due and owing Talbot County by Tred Avon Hosiery Mills, Inc., of Oxford, Maryland, up to and including the year 1955 have been paid. We have not received a 1956 certification on this corporation.

W. Frampton Carroll
W. Frampton Carroll, Treasurer

BOARD MEETING:
FIRST AND THIRD WEDNESDAY
OF EACH MONTH

OFFICE HOURS:
2 TO 4:30 P.M. Daily
7 to 9:00 P.M. Saturday

COMMISSIONERS OF OXFORD

Oxford, Maryland

TELEPHONE, OXFORD 2621

All accounts payable at Town Office

CERTIFICATION.

THIS IS TO CERTIFY, That the taxes due the Town of Oxford on the corporation known as the Tred Avon Hosiery Mills, Inc., have been paid in full to date of January 1, 1956. No further assessment has been made against this corporation since 1955.

Executed at Oxford, County of Talbot, State of Maryland, this 15th day of November, 1956.

(SEAL'S PLACE)

COMMISSIONERS OF OXFORD

William P. Anderson, President
William P. Anderson

Witness: Wilsie S. Gibson
Wilsie S. Gibson, Town Clerk

OFFICE OF COMPTROLLER
TREASURY DEPARTMENT
ANNAPOLIS, MARYLAND

A. Millard Tawes
Comptroller
Joseph O'C. McCusker
Chief Deputy

THIS IS TO CERTIFY, That the books of the State Comptroller's Office show that all taxes and charges due the State of Maryland, payable through the said Office as of the date hereof by

TRED AVON HOSIERY MILLS, INCORPORATED

have been paid.

WITNESS my hand and official seal this third day of December A.D., 1956.

J. Millard Tawes
Comptroller

(SEAL'S PLACE)

ARTICLES OF DISSOLUTION
OF

TRED AVON HOSIERY MILLS, INCORPORATED

approved by the State Tax Commission of Maryland December 6, 1956 and received for record December 6, 1956 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 7247

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber F-16, folio 148, one of the Charter Records of the State Tax Commission of Maryland.

Capital - - -

Increase of Capital - - -

Special Fee paid \$10.00 Recording fee paid \$10.00

To the clerk of the Circuit Court of Talbot County

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

AS WITNESS my hand and seal of the said Commission at Baltimore

Albert W. Ward
Secretary

(SEAL'S PLACE)

ARTICLES OF AMENDMENT
OF

STANDARD AUTO SUPPLY COMPANY

BE IT REMEMBERED, That on this 24th day of May A.D., 1957 at 9:00 o'clock A.M., the following ARTICLES OF AMENDMENT or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit:

STANDARD AUTO SUPPLY COMPANY

ARTICLES OF AMENDMENT

Standard Auto Supply Company, A Maryland corporation having its principal office in Talbot County, Maryland (hereinafter called the Corporation), hereby certified to the State Tax Commission of Maryland, that:

FIRST: The Charter of the Corporation is hereby amended by striking out Articles Sixth, Seventh, Eighth, Ninth, Tenth, Eleventh, Twelfth, and Thirteenth of the articles of incorporation and inserting in lieu thereof the following:

ARTICLE VI.

That the total amount of the authorized capital stock of the Corporation is 937, of which 490 shares of the par value of \$100 each are Common Stock and 447 shares of the par value of \$100 each are Preferred Stock.

Examined

ARTICLE VII.

That the following is a description of each class of stock with the preferences, voting powers, restrictions and qualifications thereof:

At all stockholders' meetings, except as otherwise expressly provided in these articles of incorporation, each share of stock of the Company both Preferred and Common, shall be entitled to one vote.

The entire voting power for the election of Directors shall be vested in the Common Stock, except as in this paragraph otherwise provided. The Preferred Stock shall have no voting power in the elections for Directors unless and until two semi-annual cumulative dividends payable thereon shall be in default. Immediately upon the happening of such event and thereafter until such default and all defaults subsequent thereto shall have been made good, the Preferred Stock as a class shall have the right to elect a majority of the Directors and the holders of 10% or more of the Preferred Stock may immediately call a meeting of stockholders to be held upon 15 days' notice for the election of Directors to replace those then in office. However, if and when the defaulted dividends shall thereafter be paid, the voting power in the elections for Directors shall again be vested exclusively in the Common Stock.

The whole or any part of the Preferred Stock may be redeemed at any time at the option of the Board of Directors, upon not less than thirty days' previous notice in writing by mail or by publication, or both, to the holders of record thereof, given in such manner as may be prescribed by resolution of said Board, by paying therefor in cash One Hundred Dollars per share and all unpaid cumulative dividends thereon to the date fixed for such redemption. If at any time less than the whole of the Preferred Stock then outstanding shall be called for redemption, the shares to be redeemed shall be selected by lot in such manner as may be determined by the Board of Directors, From and after the redemption date (unless default shall be made by the Company in the payment of the redemption price) all dividends on the shares of Preferred Stock so called for redemption shall cease to accrue, such shares shall not be deemed to be outstanding for any purpose whatsoever and the rights of the holders thereof shall be limited solely to the right to receive payment of the redemption price as aforesaid, None of the shares of Preferred Stock so redeemed shall be reissued but all such shares shall be retired in the manner provided by law.

ARTICLE VIII.

That 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, in such amounts and for such purposes 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 and subject to the following limitations and restrictions:

Each Share of the Capital stock of the Company, when issued, shall be fully paid and non-assessable.

ARTICLE IX.

That before any dividends shall be paid upon or set apart for the Common Stock, the holders of the Preferred Stock, shall be entitled to, and the Company shall be obligated to pay, but only out of the surplus of the Company legally available for dividends, dividends at the rate of Six Dollars per share per annum accruing for the first year from the first day of the calendar month in which such stock was issued, and no more, payable semiannually on the first days of May and November in each year. The dividends on the Preferred Stock shall be cumulative from and after the May 1 or November 1 next following the expiration of eighteen months from the first day of the calendar month in which such stock was issued. In no event shall any dividend whatsoever be paid or set apart on the Common Stock until the current semi-annual dividend on the Preferred Stock as well as all unpaid cumulative dividends thereon shall have been paid or set apart. The holders of the Preferred Stock shall not be entitled to receive any dividends other than the dividends referred to in this paragraph.

Subject to the foregoing provisions, and not otherwise, the Board of Directors may in its discretion and at such times as it deems advisable, declare and pay dividends on the Common Stock out of the surplus of the Company legally available for the payment of dividends. The Board of Directors shall, however, have power from time to time to fix and determine and to vary the amount of the working capital of the Company, and to direct and determine the use and disposition of any surplus of the Company.

ARTICLE X.

No mortgage, lien or other encumbrance of any kind upon any part of the real or personal property, assets, effects, undertaking or good will of the Company, shall be created or effective, nor any change made in its articles of incorporation, unless the same shall have been previously authorized by the holders of a majority of each class of outstanding stock of the Company, both Preferred and Common, given in person or by proxy, either in writing or at a meeting called for that purpose; but if authorized by its Board of Directors this prohibition shall not be deemed or construed to apply to, nor shall it operate to prevent the giving of purchase money mortgages, or other purchase money liens on property to be thereafter acquired by the Company, or the acquiring of property subject to mortgages, liens and encumbrances thereon then existing, nor to the pledging by the Company as security for loans made to it in the regular and current conduct of its business of accounts receivable or other liquid assets or of any stocks, bonds or other securities owned by it, other than the shares of stock of

any subsidiary corporation.

ARTICLE XI.

Upon any dissolution, liquidation, merger or consolidation of the company (whether voluntary or involuntary and whether or not the company shall have a surplus available for dividends) or upon any distribution of capital, or in the event of its insolvency, the holders of the Preferred Stock shall be paid One Hundred Dollars per share and the amount of all unpaid cumulative dividends thereon, before any sum shall be paid to or any assets distributed among the holders of the Common Stock, and after such payment to the holders of the Preferred Stock all remaining assets and funds of the Company shall be paid to the holders of the Common Stock according to their respective shares.

ARTICLE XII.

Any person made a party to any action, suit or proceeding by reason of the fact that he, his testator or intestate, is or was a Director, officer or employee of the Company, shall be indemnified by the Company against the reasonable expenses, including attorneys' fees, actually and necessarily incurred by him in connection with the defense of such action, suit or proceeding, or in connection with any appeal therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director, officer or employee is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director, officer or employee may be entitled apart from this provision.

ARTICLE XIII.

The duration of the Corporation shall be perpetual.

ARTICLE XIV.

Any and all Directors of the Company may be removed at any time, with or without cause, by the holders of record of a majority of the then issued and outstanding voting stock of the Company.

SECOND: The board of directors of the Corporation, at a meeting duly convened and held on September 5, 1956, adopted a resolution in which was set forth the foregoing amendment to the charter, declaring that the said amendment of the charter was advisable and directing that it be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on September 6, 1956.

THIRD: Notice setting forth the said amendment of the charter and stating that a purpose of the meeting of the stockholders would be to take action thereon, was given, as required by law, to all stockholders entitled to vote thereon; and like notice was given to all stockholders of the Corporation not entitled to vote thereon, whose contract rights as expressly set forth in the charter would be altered by the amendment.

FOURTH: The amendment of the Charter of the Corporation as hereinabove set forth was approved by the stockholders of the Corporation at said meeting by the

ARTICLES OF INCORPORATIONOFTIDEWATER RECREATION, INCORPORATED

BE IT REMEMBERED, that on this 1st day of July A.D., 1957 at 9:00 O'clock A.M. , the following ARTICLES OF INCORPORATION or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit:

ARTICLES OF INCORPORATIONOFTIDEWATER RECREATION, INCORPORATEDTHIS IS TO CERTIFY:

FIRST: That we, the subscribers, Wilson Tylor Wrightson, whose postoffice address is 209 Goldsborough Street, Easton, Maryland, Peyton Horne, whose post office address is 210 S. Harrison Street, Easton, Maryland, and Charles Elliott Wheeler, whose postoffice address is Box 236, Easton, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

TIDEWATER RECREATION, INCORPORATED

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

(a) To manage, maintain, promote and carry on the business of operating bowling alleys, skating rinks, swimming pools and any other recreational facilities, together with any business incident to the operation of such facilities.

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

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

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

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

(f) To purchase or otherwise acquire, hold and reissue shares of the 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

Examined

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

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

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

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

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the

limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The postoffice address of the principal office of the Corporation in this State is Box 236, Easton, Maryland. The resident agent of the Corporation is Charles Elliot Wheeler, whose postoffice address is Box 236, Easton, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the corporation has authority to issue is Two Thousand (2000) shares of the par value of One Hundred (\$100.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is Two Hundred Thousand (\$200,000.00) Dollars.

SIXTH: The Corporation shall have not less than twelve nor more than twenty directors and Peyton Horne, Morris Jones, Wilson Tylor Wrightson, Francis Hall Wrightson, Robert Sharp 2nd, Vincent Eareckson, James Kirby, Percy Evans Cox, Robert Messick, Charles Elliot Wheeler, William Russell, John Baybutt and Jacques Tyler Baker shall act as such until the first annual meeting, or until their successors are duly chosen and qualify, Cumulative voting for the election of directors is hereby specifically provided for.

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 to vary the amount of working capital of the Corporation; to determine

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

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

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

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

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

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

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the
- - - - day of January, 1957.

Wilson Tylor Wrightson
Wilson Tylor Wrightson

Peyton Horne
Peyton Horne

Charles Elliot Wheeler
Charles Elliot Wheeler

STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 16th day of January, 1957, before me, the
subscriber, a Notary Public of the State of Maryland, in and for Talbot County
aforesaid, personally appeared Wilson Tylor Wrightson, Peyton Horne, and Charles
Elliott Wheeler, and severally acknowledged the foregoing Articles of Incorporation
to be their respective act.

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

(NOTARIAL SEAL)

Meta T. Wallace
Notary Public

My Commission expires May 6, 1957

ARTICLES OF INCORPORATION
OF
TIDEWATER RECREATION, INCORPORATED

approved by the State Tax Commission of Maryland January 17, 1957 and received for
record January 17, 1957 at 9:00 o'clock A.M. as in conformity with law and ordered
recorded.

A 7735

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber F-21, folio 390, one of the Charter Records of the State
Tax Commission of Maryland.

Capital - - - -

Increase of Capital - - - - -

Bonus tax paid \$40.00 Recording fee paid \$14.00

To the clerk of the Circuit Court of Talbot County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorse-
ments thereon, has been received, approved and recorded by the State Tax Commission
of Maryland

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

(SEAL'S PLACE)

Albert W. Ward
Secretary

ARTICLES OF INCORPORATION
OF

JEREMIAH VALLIANT ESTATE, INC.

BE IT REMEMBERED, That on this 1st day of July A.D. 1957 at 9:00 o'clock A.M., the following ARTICLES OF INCORPORATION or Instrument of Writing was received to be recorded and is accordingly enrolled as follows to wit:

JEREMIAH VALLIANT ESTATE, INC.

ARTICLES
CERTIFICATE OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, ROBERT T. VALLIANT and S. LOUISE WILLIS, The Post-office address of each of whom is Oxford, Maryland, and JEREMIAH VALLIANT, whose post-office address is 1013 Russell Avenue, Salisbury, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

JEREMIAH VALLIANT ESTATE, INC.

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

(1) To engage in and carry on the business of servicing, repairing, maintaining and overhauling all types of motor and sailing vessels and buying, selling and dealing in parts and supplies for motor and sailing vessels of all kinds and description; to contract for and buy, sell, lease or otherwise acquire or dispose of, or deal in or with maintenance and repair, tools, machinery and equipment, supplies and parts for motor and sailing vessels and to make contracts and conduct operations of every class and description with reference thereto.

(2) To engage in and carry on the business of a marine dock, gasoline and oil service station, cabins, camps, motels and recreation areas.

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

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

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

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

Examined

(7) To acquire all or any part of the good will, rights, property and

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

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

(9) To acquire by purchase, subscription or in any other manner, take, receive, hold, use, employ, sell, assign, transfer, exchange, pledge, mortgage, lease, dispose of and otherwise deal in and with, and shares of stock, shares, bonds, debentures, notes, mortgages or other obligations, and any certificates, receipts, warrants or other instruments evidencing rights or options to receive, purchase, or subscribe for the same, or representing any other rights or interests therein or in any property or assets, issued or created by any persons, firms, associations, corporations, syndicates, or by any governments or subdivisions thereof; and to possess and exercise in respect thereof any and all the rights, powers and privileges of individual holders.

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

(11) To borrow or raise money for any of the purposes of the Corporation, and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for 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.

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

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 each be regarded as independent, and construed

as powers as well as objects and purposes.

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

FOURTH: The post-office address of the place at which the principal office of the Corporation in this State will be located is Oxford, Maryland. The resident agent of the corporation is ROBERT T. VALLIANT, whose post-office address is Oxford, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have four directors, and ROBERT T. VALLIANT, S. LOUISE WILLIS, HARRIETT MCCORD, AND JEREMIAH VALLIANT 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 Thirty Thousand Dollars (\$30,000.00), divided into three thousand (3,000) shares of common stock of the par value of Ten Dollars (\$10.00) 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:

(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 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) If so determined by the Board of Directors, the Corporation may from time to time issue shares without par value of its stock of any class for a consideration of which or of the value of which a part only shall be contributed as capital, and the amount of such stock issued shall include only that part of the amount or value of such consideration so contributed as capital, and the balance of the consideration or of the value of the consideration shall constitute surplus and shall be available for the payment of dividends and for other corporate purposes.

(3) 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 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.

(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 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 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 at any special meeting called for such purpose, shall so far as permitted by law be as valid and as binding as though ratified by every stockholder of the Corporation.

(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) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a majority or other designated proportion of the shares or of the shares of each class, or otherwise to be 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 the charter or in the by-laws, but in cases in which the law authorizes such action to be taken or authorized by a less vote, such action shall be effective and valid if so taken or authorized, except as otherwise provided in the Charter or in the By-laws.

(8) 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.

(9) 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 terms thereof shall have been authorized by the holders of two-thirds of the shares of such stock at

the time outstanding, by a vote at a meeting or in writing with or without a meeting.

EIGHTH: The duration of the Corporation shall be perpetual.

ARTICLES

IN WITNESS WHEREOF, we have signed this ~~certificate~~ of incorporation on January 2, 1957.

Robert T. Valliant
Robert T. Valliant

S. Louise Willis
S. Louise Willis

Jeremiah Valliant
Jeremiah Valliant

STATE OF MARYLAND :
 SS:
COUNTY OF TALBOT :

I HEREBY CERTIFY, That on January 2, 1957, before me, the subscriber, a ^{Caroline} Notary Public of the State of Maryland in and for the County of ~~Talbot aforesaid~~, personally appeared ROBERT T. VALLIANT, S. LOUISE WILLIS and JEREMIAH VALLIANT and severally acknowledged the foregoing ~~certificate~~ of incorporation to be their act.

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

(NOTARIAL SEAL)

Shirley C. Greenly
Notary Public

ARTICLES OF INCORPORATION

OF

JEREMIAH VALLIANT ESTATE, INC.

approved by the State Tax Commission of Maryland January 10, 1957 and received for record January 10, 1957 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 7705

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber F-21, folio 217, one of the Charter Records of the State Tax Commission of Maryland.

Capital - - - -

Increase of Capital - - - - -

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

To the clerk of the Circuit Court of Talbot County

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

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

(SEAL'S PLACE)

Albert W; Ward
Secretary

ARTICLES OF AMENDMENT

OF

NOR-COS POCKET ORGAN COMPANY, INC.
 Changing its name to
 NOR-COS CORPORATION

BE IT REMEMBERED, That on this 1st day of July A.D., 1957 at 9:00 o'clock A.M., the following ARTICLES OF AMENDMENT or Instrument of Writing was received to be recorded and is accordingly enrolled as follows; To Wit:-

NOR-COS POCKET ORGAN COMPANY, INC.

ARTICLES OF AMENDMENT

(under Sections 11-12, Articles 23
 Maryland Code (Flack, 1951))

The Nor-Cos Pocket Organ Company, Inc., of Easton, Maryland, a Maryland Corporation, having its principal office in Talbot 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 second paragraph of The Articles of Incorporation and inserting in lieu thereof the following:

"Second: The name of the Corporation (which is hereinafter called the "Corporation" is

NOR-COS CORPORATION

SECOND: The Board of Directors of the Corporation at a meeting duly convened and held on November 12, 1956, 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 December 27, 1956.

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

FOURTH: The amendment of the charter of the Corporation hereinabove mentioned was approved by the stockholders of the Corporation at said meeting by the affirmative, Unanimous vote of all stockholders to vote thereon.

FIFTH: The amendment of the charter of the Corporation as hereinabove set forth has been duly advised by the Board of Directors and approved by the Stockholders of the Corporation.

IN WITNESS WHEREOF, The Nor-Cos Pocket Organ Company, 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 27th day of December 1956.

ATTEST:

NOR-COS POCKET ORGAN COMPANY, INC

John C. North
 John C. North
 Secretary

By: Vincent Costello
 Vincent Costello,
 President

(CORPORATE SEAL)

STATE OF MARYLAND, COUNTY OF TALBOT, to wit:

I HEREBY CERTIFY that on this 27th day of December, 1956, before me, the subscriber, a Notary Public of the State of Maryland, in and for Talbot County aforesaid, personally appeared VINCENT COSTELLO, President of the Nor-Cos Pocket Organ

Separately Examined

Company, 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 John C. North and made oath in due form of law that he was Secretary of the meeting of the Stockholders of said Corporation at which the amendment of the Charter of the Corporation therein set forth was approved and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge and information and belief.

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

Mary L. North
NOTARY PUBLIC

(NOTARIAL SEAL)

ARTICLES OF AMENDMENT

OF

NOR-COS POCKET ORGAN COMPANY, INC.
changing its name to
NOR-COS CORPORATION

approved by the State Tax Commission of Maryland January 10, 1957 and received for record January 10, 1957 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 7637

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber F-20, folio 429, one of the Charter Records of the State Tax Commission of Maryland.

Capital - - -

Increase of Capital - - -

Bonus tax paid \$- - - Recording fee paid \$10.00

To the clerk of the Circuit Court of Talbot County

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

AS WITNESS my hand and seal of the said Commission at Baltimore

Albert W. Ward

(SEAL'S PLACE)

Secretary

ARTICLES OF INCORPORATION
OF
SILENCING ENGINEERING CORPORATION

BE IT REMEMBERED, That on this 1st day of July A.D., 1957 at 9:00 o'clock A.M., the following ARTICLES OF INCORPORATION or Instrument of Writing was received to be recorded and is accordingly enrolled as follows: to wit:-

Examined

Enrolled

SILENCING ENGINEERING CORPORATION

ARTICLES OF INCORPORATION

FIRST: WE THE UNDERSIGNED, William J. Hunt, Jr., whose post office address is 1300 Summit Avenue, Baltimore 28, Maryland, John E. Adams, whose post office address is Easton, Maryland, and Gordon M. Allen, whose post office address is 548 Equitable Building, Baltimore 2, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

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

1. To manufacture and sell and to license and contract with others to manufacture and sell silencing devices of all kinds and descriptions for engines and motors of all kinds and descriptions; and 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.

2. To apply for, purchase, or otherwise acquire or dispose of in any manner whatsoever, machinery, tools, and equipment of every kind, class or description, which may in any way be beneficial, necessary or desirable in carrying on the business of the Corporation.

3. To purchase, lease, or take in exchange, or otherwise acquire or dispose of any lands, buildings, mills, factories, stores, warehouses, and any other real property in the State of Maryland or elsewhere, and any estate or interest in, or any rights connected with, and such lands, buildings or real estate.

4. To carry on any of the following businesses: namely, manufacturers and manufacturing agents, builders, contractors, engineers, farmers, graziers, ship-builders, merchants, importers, exporters, suppliers; to manufacture, sell and otherwise deal in and with any and all supplies and accessories, raw and other materials of every kind and description which may be useful in connection with the business of the Corporation or which will in any way enhance the business of the Corporation.

5. To buy, sell, hold, mortgage, pledge or generally deal in and with shares, stocks, debentures, bonds, obligations, and securities issued, or granted by any company, corporation, individual, partnership and association either at home or abroad; and while owner thereof, to exercise the rights and privileges of ownership, including the right to vote thereon, and to issue and exchange therefor its own stocks, bonds or other obligations; and to take part in the management, supervision and control of the business of any company, corporation, individual or association and to incur indebtedness jointly and/or upon contingent liability with other individuals, partnerships, corporations, associations, and/or syndicates; to acquire the property, control assets and liabilities of any partnership, company, corporation, or individual and/or syndicates; to acquire the property, control assets and liabilities of any partnership, company, corporation, or individual,

and/or association, and to pay for the same in cash, stocks, bonds, or other obligations of this Corporation or otherwise; to advance and lend money and assets of all kinds upon such terms as may be arranged; and to acquire, buy, sell, and generally deal in notes, drafts, acceptances, accounts, contracts, securities, mortgages, leases, choses in action, and all other obligations and/or liens upon property of any kind.

6. To construct, equip, improve, work, develop, administer, manage or control public works and conveniences of all classes, kinds and descriptions which shall include roads, highways, railways, tramways, docks, harbors, piers, wharves, canals, reservoirs, embankments, and irrigation, reclamation, improvement, sewage, drainage, sanitary, water, gas, electric light, telephone, telegraph, and power supply works, and public buildings and public utilities of every class and description.

7. To apply for, acquire, hold, sell, mortgage, license, assign, or otherwise dispose of letters patent, copyrights, trademarks of the United States or of any foreign country and any or all patent rights, licenses, privileges, inventions, improvements, processes, trademarks, and copyrights which may be deemed beneficial to the Corporation.

8. To purchase or otherwise acquire, hold, sell or otherwise dispose of, retire and re-issue, shares of its own stock of any class in any manner now or hereafter authorized or permitted by law.

9. To make loans, with or without security therefor in any amount, and with or without interest, and to retain or accept payment of any interest on such loans at the time the loan is made and in advance of the accrual of such interest; and also to take any security and collateral for such loans that may be deemed desirable.

10. To borrow money without limit for any of the purposes of the Corporation and to draw, make, accept, endorse, discount, execute, issue, sell, pledge or otherwise dispose of promisory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable, transferable or non-transferable, instruments and evidences of indebtedness, and to secure the payment thereof and the interest thereon by mortgage, pledge, conveyance, or assignment in trust of the whole or any of the property of the Corporation at that time owned or thereafter acquired.

11. To have one or more offices; and to generally carry on any or all of its operations and businesses in any of the States, districts, territories, or colonies of the United States, and in any or all foreign countries, subject to the laws of such state, district, territory, colony or country.

12. To carry on any other business (either manufacturing or otherwise) which may seem to the Corporation necessary or incidental to directly or indirectly effectuate the aforesaid objects or either of any of them, or to aid it in the transaction or any other business that may tend directly or indirectly to enhance the value of its property and rights.

13. The foregoing enumeration of the purposes, objects, and businesses of this Corporation is made in furtherance of and not in limitation of the powers conferred upon this Corporation by law, and it is not intended by the mention of

any particular purpose, object, or business to in any manner restrict or limit the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of this Corporation.

This Corporation is formed upon the articles, conditions, and provisions herein expressed, and subject in all particulars to the limitations relating 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 Easton, Maryland. The name and post office address of the resident agent of the Corporation in this State are Gordon M. Allen, 548 Equitable Building, Baltimore 2, Maryland. Said resident agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Hundred Thousand Shares (100,000) without par value, all of which shares are one class and are designated common stock.

SIXTH: The number of Directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three(3). Directors need not be stockholders of the Corporation. The names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are William J. Hunt, Jr., John E. Adams, and Gordon M. Allen.

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

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

2. By resolution of the Board of Directors, the Corporation shall have the power to create and issue, whether or not in connection with the issuance and sale of any shares of stock or other securities of the Corporation, rights or options entitling the holder thereof to purchase from the Corporation any share of its capital stock of any class or classes, such rights or options to be evidenced by, or in such instrument or instruments, as shall be approved by the Board of Directors. The terms upon which, the time or times, which may be limited or unlimited in duration, at or within which, and the price or prices at which any such shares may be purchased from the Corporation upon the exercise of any such right or option shall be such as shall be fixed and stated in the resolution or resolutions adopted by the Board of Directors providing for the creation and issue of such rights or options, and, in every case, set forth or incorporated by reference in the instrument or instruments evidencing such right or options.

3. The Board of Directors from time to time shall determine whether or to what extent and at what time and places and under what conditions and circumstances the accounts and books of this Corporation, or any of them, shall be open to the inspection of the Stockholders, and no Stockholder shall have any right to inspect

any account or book or document of this Corporation except as conferred by statute or as authorized by the Board of Directors, or by resolution of the Stockholders.

4. No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in, or are Directors or Officers of, such other corporations; and 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 be known to the Board of Directors or to 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 Corporation or not so interested.

5. This Corporation may, in its by-laws, make any provisions or requirements for the management or conduct of the business of this Corporation, provided the same be not inconsistent with the provisions of this certificate or contrary to the laws of the State of Maryland or of the United States.

6. This Corporation reserves the right to amend, alter, change and add to or repeal any provisions contained in this certificate of incorporation, in any manner now or hereafter prescribed by statute, and all rights conferred upon Officers, Directors and Stockholders herein are granted subject to this reservation.

EIGHTH: The Board of Directors shall have the right at its absolute discretion to determine what portion of the earnings and surplus of the Corporation shall be used as dividends, and what portion shall be retained for working capital.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 3rd day of January, 1957.

WITNESS:

Ella Thorington

William J. Hunt, Jr.

William J. Hunt, Jr.

Ella Thorington

John E. Adams

John E. Adams

Ella Thorington

Gordon M. Allen

Gordon M. Allen

STATE OF MARYLAND)

ss:

CITY OF BALTIMORE)

I HEREBY CERTIFY that on this 3rd day of January, 1957, before me, the subscriber, a notary public of the State of Maryland in and for Baltimore County, personally appeared William J. Hunt, Jr., John E. Adams and Gordon M. Allen, and they severally acknowledged the foregoing Articles of Incorporation to be their act.

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

(NOTARIAL SEAL)

Ella Thorington

Notary Public

ARTICLES OF INCORPORATION

OF

SILENCING ENGINEERING CORPORATION

approved by the State Tax Commission of Maryland January 3, 1957 and received for record January 3, 1957 at 3:40 o'clock P.M. as in conformity with law and ordered recorded.

A 7 5 6 3

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber F-20, folio 32, one of the Charter Records of the State Tax Commission of Maryland.

Capital - - -

Increase of Capital - - - -

Bonus tax paid \$300.00 Recording fee paid \$14.00

To the clerk of the Circuit Court of Talbot County

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

WE WITNESS my hand and seal of the said Commission at Baltimore.

(SEAL'S PLACE)

Albert W. Ward

Secretary

ARTICLES OF INCORPORATION

OF

SEABOARD ASSOCIATES, INC.

BE IT REMEMBERED, That on this 5th day of July A.D. 1957 at 9:00 o'clock A.M., the following ARTICLES OF INCORPORATION or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit:

ARTICLES OF INCORPORATION

OF

SEABOARD ASSOCIATES, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, HARRY P. GALLIGHER, whose post office address is Easton, Maryland; W. EDWIN CROUCH, whose post office address is Easton, Maryland; and HARRY E. CLARK, whose post office address is Easton, Maryland, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

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

SEABOARD ASSOCIATES, INC.

Examined

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

- (a) To act as agent for insurance companies in soliciting and receiving applications for fire, casualty, plate glass, boiler, elevator, accident, health, burglary, rent, marine, credit and life insurance, and all other kinds of insurance, the collection of premiums, and doing such other business as may be delegated to agents by such companies, and to conduct a general insurance agency and insurance brokerage 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 apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same,
- (g) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or in 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 trusts

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

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

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

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

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is 123 North Washington Street, Easton, Maryland. The resident agent of the Corporation is W. EDWIN CROUCH, whose post office address is 123 North Washington Street, Easton, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

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

SIXTH: The number of directors of the Corporation shall be six (6), which number may be increased, or deceased, pursuant to the By-Laws of the Corporation, but shall never be less than three (3) and the names of the directors who shall act until the first annual meeting, or until their successors are duly chosen and qualify, are HARRY P. GALLIGHER, W. EDWIN CROUCH, HARRY E. CLARK, EDWARD T. MILLER, SAMUEL F. M. ADKINS, JR. and ALVA T. BLADES.

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

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

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

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

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

otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

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

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

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 21st day of February, A.D., 1957.

WITNESS:

Caroline S. Bodenbender

W. Edwin Crouch (SEAL)
W. Edwin Crouch

Caroline S. Bodenbender

Harry P. Galligher (SEAL)
Harry P. Galligher

Caroline S. Bodenbender

Harry E. Clark (SEAL)
Harry E. Clark

STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 21st day of February, A.D., 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared W. EDWIN CROUCH, HARRY P. GALLIGHER and HARRY E. CLARK,

known to me (or satisfactorily proven) to be the persons whose names are subscribed to the foregoing Articles of Incorporation and they severally acknowledged the foregoing Articles of Incorporation to be their act.

(NOTARIAL SEAL)

Caroline S. Bodenbender
Notary Public

My Commission Expires May 6, 1957.

ARTICLES OF INCORPORATION

OF

SEABOARD ASSOCIATES, INC.

approved and received for record by the State Tax Commission of Maryland February 28, 1957 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 8121

APPROVAL RECORDED IN MINUTES-
CORPORATE LEDGER

Recorded in Liber F-25, folio 501, one of the Charter Records of the State Tax Commission of Maryland

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

To the clerk of the Circuit Court for Talbot County

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

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

(SEAL'S PLACE)

Albert W. Ward
Secretary

ARTICLES OF DISSOLUTION

OF

HAYDEN HEATER COMPANY

BE IT REMEMBERED, that on this 5th day of July A.D. 1957 at 9:00 o'clock A.M. the following ARTICLES OF DISSOLUTION or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit:

THE STATE TAX COMMISSION OF MARYLAND

hereby gives notice that ARTICLES OF DISSOLUTION of the

- - - HAYDEN HEATER COMPANY - - -

were received for record on February 25, 1957, 1957,

in accordance with the provisions of Sec.72 of Art. 23 of the Code (1951 Edition).

OWEN E. HITCHINS

JOHN WOOD LOGAN

Commissioners.

HAYDEN HEATER COMPANY

ARTICLES OF DISSOLUTION

Hayden Heater Company, a Maryland corporation having its principal office in

Examined

Talbot County, Maryland (hereinafter called the Corporation), hereby certifies to the State Tax Commission 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 Goldsborough Street, Easton, Talbot 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 William H. Adkins, II, Stewart Building Easton, Talbot County, Maryland. Said resident agent in 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:

Sydney J. Hayden	37 Vera Street Warwick, Rhode Island
Desmond P. Corrigan	37 Vera Street Warwick, Rhode Island
Arthur E. Southard	Easton, Maryland

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

Sydney J. Hayden	President	37 Vera Street Warwick, Rhode Island
Desmond P. Corrigan	Vice-President	37 Vera Street Warwick, Rhode Island
Howard F. Williams	Secretary	1918 North Glebe Road Arlington, Virginia
Arthur E. Southard	Treasurer	Box 120 Easton, Maryland

SIXTH: A majority of the entire board of directors, at a meeting of the board of directors of the Corporation duly convened and held on December 31, 1956, 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 January 5, 1957.

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, and all the stockholders waived notice of the time, place and date of said meeting prior to the date thereof.

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 two-thirds of all the votes entitled to be cast thereon.

NINTH: The dissolution of the Corporation has been duly advised by the board of directors and authorized by the stockholders of the Corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland (L.1951, ch. 1359).

TENTH: Notice that dissolution of the Corporation had been duly authorized pursuant to Article 23 of the Annotated Code of Maryland (L.1951, ch.135) was mailed on February 2, 1957, 1957, to all known creditors of the Corporation.

ELEVENTH: These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland and of the following collectors of taxes (being all collectors of taxes in the list thereof heretofore supplied to the Corporation by the State Tax Commission of Maryland) 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 160 of Article 81 or otherwise, including taxes billed for the year in which the dissolution of the Corporation is to be effected, namely:

Town of Easton Easton, Maryland
Talbot County Easton, Maryland

IN WITNESS WHEREOF, Hayden Heater Company has caused these presents to be signed in its name and on its behalf by its Vice-President and its corporate seal to be hereunto affixed and attested by its Secretary, on February 20th, 1957.

ATTEST: Howard F. Williams
Secretary

HAYDEN HEATER COMPANY
By D. P. Corrigan
Vice President
(CORPORATE SEAL)

STATE OF MARYLAND: SS:
COUNTY OF TALBOT :

I HEREBY CERTIFY that on February 20th, 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Queen Anne's personally appeared DESMOND P. CORRIGAN, Vice-President of Hayden Heater Company, a Maryland Corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Dissolution to be the corporate act of said corporation; and at the same time personally appeared S.J. HAYDEN and made oath in due form of law that he was chairman of the meeting of the stockholders of said corporation at which the dissolution of the corporation therein set forth was authorized, and that the matters and facts set forth in said Articles of Dissolution are true to the best of his knowledge, information and belief.

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

(NOTARIAL SEAL)

My Commission Expires: May 6, 1957

Frances Ann Nelson
Notary Public

STATE OF MARYLAND
TALBOT COUNTY
S E A L
OFFICE OF COUNTY TREASURER
W. Frampton Carroll, Treasurer

Easton, Md.
February 14, 1957

This is to certify that the books of the County Commissioners of Talbot County show that all Taxes and charges due Talbot County payable through said office as of the date hereof by HAYDEN HEATER COMPANY have been paid.

Witness my hand and official seal this 14th day of February, 1957.

(SEAL'S PLACE)

W. Frampton Carroll
W. FRAMPTON CARROLL
Treasurer of Talbot County

THE MAYOR AND COUNCIL

EASTON, MARYLAND

February 14, 1957

M. EVELYN STARTT

Town Clerk

TO WHOM IT MAY CONCERN:

This is to certify that the books of the Mayor and Council of Easton show that all Taxes and charges due the Town of Easton, payable through said office as of the date hereof by

HAYDEN HEATER COMPANY

have been paid.

WITNESS my hand and official seal this 14th day of February, 1957.

M. Evelyn Startt
M. EVELYN STARTT
Town Clerk

(SEAL'S PLACE)

OFFICE OF COMPTROLLER

TREASURY DEPARTMENT

Annapolis, Maryland

A. Millard Tawes
Comptroller

Joseph O'C. McCusker
Chief Deputy

THIS IS TO CERTIFY, That the books of the State Comptroller's Office/^{show}that all taxes and charges due the State of Maryland, payable through the said office as of the date hereof by

HAYDEN HEATER COMPANY
have been paid, except the filing of income tax return for the calendar year 1956 and the payment of any tax which may be due for that year.

WITNESS my hand and official seal this nineteenth day of February A.D. 1957.

(SEAL'S PLACE)

J. Millard Tawes
Comptroller

ARTICLES OF DISSOLUTION

OF

HAYDEN HEATER COMPANY

approved and received for record by the State Tax Commission of Maryland, February 25, 1957 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 8110

APPROVAL RECORDED IN

MINUTES-CORPORATE LEDGER

Recorded in Liber F-25, folio 436, one of the Charter Records of the State Tax Commission of Maryland.

Special Fee \$10.00 Recording fee paid \$14.00

To the clerk of the Circuit Court of Talbot County

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

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

(SEAL'S PLACE)

Albert W. Ward
Secretary

ARTICLES OF INCORPORATION

OF

THE TALCO CORPORATION

BE IT REMEMBERED that on this 18th day of July A.D.1957 at 1:00 o'clock P.M. the following ARTICLES OF INCORPORATION or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit:

ARTICLES OF INCORPORATIONOFTHE TALCO CORPORATIONTHIS IS TO CERTIFY:

FIRST: That we, the subscribers, Robert M. Rausch, whose post office address is Oxford, Maryland; Charles H. Wieland, III, whose post office address is Easton, Maryland; and Carlton W. Wright, whose post office address is Easton, Maryland, all being of full legal age, do, under and by virtue of the Public General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is THE TALCO CORPORATION.

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

(a) To acquire by purchase, exchange, lease, hire, or otherwise, to hold, own, use, improve, maintain, and develop, to mortgage, sell, exchange, divide, lease or otherwise encumber and dispose of, to deal and trade in, any and all lands, real property, tenements, hereditaments and leaseholds, wheresoever situated, and any and all rights therein.

(b) To build, construct, purchase, exchange, lease, hire or otherwise acquire, to hold, own, use, occupy, operate, improve, alter, maintain, develop and repair, to mortgage, sell, exchange, divide, lease and otherwise encumber and dispose of, and to deal and trade in any and all buildings, structures and improvements of every kind and description, and to let offices, stores, shops, apartments, rooms or other space therein.

(c) To purchase, lease or otherwise acquire, and to hold, own, sell, or dispose of, real and personal property of all kinds and in particular lands, buildings, business concerns and undertakings, shares of stock, mortgages, bonds, debentures and other securities, merchandise, book debts and claims, trade marks, trade names, patents and patent rights, copy-rights, and any interest in real and personal property.

(d) To take over and operate the business of firms, corporations and individuals to such extent and in such manner as is permitted under the laws of the State of Maryland relating to business corporations, and to acquire and hold the securities of other corporations.

(e) To develop and turn to account any land owned by the Corporation or in which it has an interest, directly or indirectly, and among other things, to lay out and prepare the same for building purposes, and to construct, alter and equip buildings and let the same by lease or otherwise and to advance money to and enter into contracts and agreements of all kinds with builders, contractors, tenants and others.

Examined

(f) To act as financial or business and/or purchasing agent, general or special. To act as and to conduct the business of broker, broker's broker, representative or agent of every kind and description for the sale, lease, resale and purchase of real and personal property, to solicit mortgages and mortgage loans, to collect rentals of real or leasehold property, to make collections and to carry on a general real estate brokerage business

(g) To act as and conduct the business of commission man, factor, broker, broker's broker, representative or agent of every kind and description for any and all kinds of insurance companies, either stock, mutual or otherwise, and through agents, representatives or employees of the Corporation, to solicit insurance of every kind and description, and to conduct a general insurance brokerage business.

(h) To act as agent or broker for any person, firm, corporation or association selling and issuing any and all classes of fidelity and surety bonds, obligations and undertakings.

(i) To purchase, lease or otherwise acquire and dispose of real estate, property rights, business, good-will, franchises and assets of every kind of corporation, firm, partnership, or individual, 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 pay for the same in cash, stock, bonds or other securities of the Corporation, or otherwise.

(j) To carry on any of the businesses hereinbefore enumerated or any other business which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or either of them, to facilitate the transaction of its aforesaid businesses, or any part thereof, or in the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of its property or rights.

(k) 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, indentures, notes or other obligations of any nature and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and the interest thereon, by mortgage upon, pledge, 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.

(l) To exercise all and every the powers and rights conferred on corporations generally by the Laws of the United States of America, the State of Maryland and all other states and countries in which the Corporation may do business; to conduct its business in the State of Maryland and elsewhere in the United States of America, provided that, in the transaction of its business, the Corporation shall be subject to the laws and statutes of each state in which the same may be transacted or its property may be located.

It is the intention that the Corporation shall be authorized to exercise and enjoy all other powers, rights and privileges granted to or conferred upon corporations of this character by the Laws of the State of Maryland, and that the

enumeration of powers herein is not intended as exclusive or in limitation of, or as a waiver of, any other powers, rights or privileges, granted or conferred by the Laws of the State of Maryland, now or hereafter in force, except as in this Article expressly limited or restricted, but in furtherance of the same.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State shall be located will be Easton, Maryland. The resident agent of the Corporation is Charles H. Wieland, III, whose post office address is Easton, Maryland, Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have not less than three nor more than eleven directors, and Robert M. Rausch, Charles H. Wieland, III. and Carlton W. Wright 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 Twenty-five thousand (\$25,000.00) Dollars par value of common stock, divided into Two Thousand Five Hundred (2,500) shares of the par value of Ten (\$10.00) Dollars each.

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

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 14th day of March, A.D. 1957.

WITNESS:

<u>Catherine Wilson</u> Catherine Wilson	as to	<u>Robert M. Rausch</u> Robert M. Rausch
<u>Catherine Wilson</u> Catherine Wilson	as to	<u>Charles H. Wieland, III</u> Charles H. Wieland, III
<u>Catherine Wilson</u> Catherine Wilson	as to	<u>Carlton W. Wright</u> Carlton W. Wright

STATE OF MARYLAND, TALBOT COUNTY, TO WIT:-

THIS IS TO CERTIFY, That on this 14th day of March, A.D. 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Robert M. Rausch, Charles H. Wieland, III. and Carlton W. Wright, to me personally known, and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS MY HAND AND NOTARIAL SEAL.

My Commission Expires; May 6, 1957

Catherine Wilson
Notary Public
Catherine Wilson
(NOTARIAL SEAL)

nature and description, and to manage and control a general apparel and haberdashery business, at one or more locations, as the business of the Corporation may require.

(b) To buy, lease, build, own, hold, maintain, equip, mortgage, sell or otherwise deal in real and personal property of all kinds and classes, wheresoever the same may be situate, in the State of Maryland or elsewhere in the United States of America.

(c) To purchase, lease or otherwise acquire and dispose of real estate, property rights, business, good-will, franchises and assets of every kind of corporation, firm, partnership or individual, 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 pay for the same in cash, stock, bonds or other securities of the Corporation, or otherwise.

(d) To carry on any of the businesses hereinbefore enumerated or any other business which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or either of them, to facilitate the transaction of its aforesaid businesses, or any part thereof, or in the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of its property or rights.

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

(f) To exercise all and every the powers and rights conferred on corporations generally by the laws of the United States of America, the State of Maryland and all other states and countries in which the Corporation may do business; to conduct its business in the State of Maryland and elsewhere in the United States of America, provided that, in the transaction of its business, the Corporation shall be subject to the laws and statutes of each state in which the same may be transacted or its property may be located.

It is the intention that the Corporation shall be authorized to exercise and enjoy all other powers, rights and privileges granted to or conferred upon corporations of this character by the Laws of the State of Maryland, and that the enumeration of powers herein is not intended as exclusive or in limitation of, or as a waiver of, any other powers, rights or privileges, granted or conferred by the laws of the State of Maryland, now or hereafter in force, except as in this Article expressly limited or restricted, but in furtherance of the same.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State shall be located will be Easton, Maryland. The

resident agent of the Corporation is Sheila M. Boyd, whose post office address is Easton, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have not less than three nor more than seven directors, and Sheila M. Boyd, Elizabeth B. Holland and Dorothy L. Saulsbury, 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 Ten Thousand (\$10,000.00) Dollars par value of common stock, divided into One Thousand (1,000) shares of the par value of Ten (\$10.00) Dollars each,

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

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 14th day of March A.D. 1957.

WITNESS:

<u>Catherine Wilson</u> Catherine Wilson	as to	<u>Sheila M. Boyd</u> Sheila M. Boyd
<u>Catherine Wilson</u> Catherine Wilson	as to	<u>Elizabeth B. Holland</u> Elizabeth B. Holland
<u>Catherine Wilson</u> Catherine Wilson	as to	<u>Dorothy L. Saulsbury</u> Dorothy L. Saulsbury

STATE OF MARYLAND, TALBOT COUNTY, to wit:

THIS IS TO CERTIFY, That on this 14th day of March, A.D. 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Sheila M. Boyd, Elizabeth B. Holland and Dorothy L. Saulsbury, to me personally known, and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

Catherine Wilson
Catherine Wilson
Notary Public
(NOTARIAL SEAL)

My Commission Expires: May 6, 1957

ARTICLES OF INCORPORATION
OF
THE YARN SHOP, INCORPORATED

Approved and received for record by the State Tax Commission of Maryland, March 15, 1957 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 8394

APPROVAL RECORDED IN
MINUTES-CORPORATE LEDGER

Recorded in Liber F-29, folio 32, one of the Charter Records of the State Tax Commission of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

(SEAL'S PLACE)

Albert W. Ward

Secretary

ARTICLES OF INCORPORATION

OF

J. H. MACEWEN, INCORPORATED

BE IT REMEMBERED, that on this 18th day of July A.D. 1957 at 1:00 o'clock P.M. the following ARTICLES OF INCORPORATION or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit:

ARTICLES OF INCORPORATION

J.H. MACEWEN, INCORPORATED

THIS IS TO CERTIFY

FIRST: That we, the subscribers, John H. MacEwen, whose post office address is Easton, Maryland; Anna MacEwen, whose post office address is Easton, Maryland and Lawrence E. Birge, whose post office address is Easton, Maryland, all being of full legal age, do, under and by wirtue of the General Laws of the State of Maryland, authorizing the formations of corporations, associate ourselves with the intent of forming a corporation.

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

J. H. MACEWEN, INCORPORATED

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 business of supplying and selling advertisements, advertising materials of all description and novelties for the purpose of advertisement. To buy, sell and deal with associated products, vehicles, trucks and furnishings used in connection with the business carried on by the Corporation; to purchase, own, hold, lease, convey, mortgage, pledge, transfer or otherwise dispose of or acquire lands, buildings and other structures and property, real and personal, of every class and description, or any interest therein, necessary or desirable for carrying on the aforesaid business.

(2) To acquire by purchase, lease or otherwise the property rights, businesses, good will, franchises and assets of every kind of any corporation, association, firm or individual carrying on in whole of on part the aforesaid business, or any other business in whole or in part that the Corporation may be authorized to carry

Examined

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 stocks, bonds or securities of the Corporation or otherwise.

(3) To apply for, acquire, purchase, hold, use, sell, mortgage, license, assign or otherwise dispose of letters, patents of the United States or of any foreign country, or pending applications therefore, any inventions, improvements devices, trade secrets, formulae, processes, trade marks, trade names, brands, labels, copyrights and privileges, and any right, title or interest therein, that may relate to or be useful in connection with any business which the Corporation is authorized to carry on.

(4) To carry on any other business which may be to the Corporation's calculation to directly or indirectly effectuate the aforesaid business, or to facilitate it in the transaction of its aforesaid business, that may be calculated, directly or indirectly to enhance the value of the property and rights of the Corporation.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located in Easton, Maryland. The Corporation's resident agent is a citizen of the State of Maryland and actually residing therein, is John H. MacEwen, whose post office address is Easton, Maryland.

FIFTH: The total amount of the capital stock which the Corporation shall be authorized to have is Twenty-five Thousand Dollars (\$25,000.00). The Capital stock shall consist of Two Thousand Five Hundred (2500) shares, all of one class and with a nominal or par value of Ten Dollars (\$10.00) per share.

SIXTH: The Corporation shall have Three (3) directors. The number of directors may be increased or decreased in the manner provided for in the By-Laws of the Corporation, except that the number of directors shall never be less than Three (3). The directors who shall act as such until the first annual meeting or until their successors are duly chosen and qualifies are:

John H. MacEwen

Anna MacEwen

Lawrence E. Birge

The term of office of each director shall be from the time of his election until the next annual meeting and until his successor is duly chosen and qualified. Directors need not be stockholders. Nothing herein will be construed to prevent a director's voluntary resignation at any time.

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

The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with par value, of any class, for such consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as be set forth in the By-Laws of the Corporation.

No contract or other transaction between the Corporation and any other corporation and no act of the Corporation shall in any way be affected or invalidated

by the fact that any of the directors of the Corporation are pecuniarily or otherwise interested in, or are directors or officers of such other corporations; any directors, individually, or any firm of which any director may be a member, may be a party, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation provided that the fact that he or such firm is so interested 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 an 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 corporation or not so interested.

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

The Corporation reserves the right to make from time to time, any amendments of its charter which may now hereafter be authorized by law, including any amendments changing the terms or 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 stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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 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.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 4th day of February, 1957.

Witness;

Henry H. Purdy

John H. MacEwen
JOHN H. MACEWEN

Anna MacEwen
ANNA MACEWEN

Lawrence E. Birge
LAWRENCE E. BIRGE

STATE OF MARYLAND: COUNTY OF TALBOT SS

THIS IS TO CERTIFY, that on the day, month and year hereinafter set forth, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared John H. MacEwen, Anna NacEwen and Lawrence E. Birge, and severally acknowledged the foregoing Articles of Incorporation to be their respective act, in association with the other subscribers thereto.

DATED: Feb. 4, 1957

Henry H. Purdy
Notary Public

My Commission expires May 6, 1957

(NOTARIAL SEAL)

ARTICLES OF INCORPORATION

OF

J. H. MACEWEN, INCORPORATED

approved and received for record by the State Tax Commission of Maryland, March 11, 1957 at 11:13 o'clock A.M. as in conformity with law and ordered recorded.

A 8348

APPROVAL RECORDED IN
MINUTES - CORPORATE BEDGER

Recorded in Liber F-28, folio 346, one of the Charter Records of the State Tax Commission of Maryland.

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

To the Clerk of the Circuit Court of Talbot County

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

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

(SEAL'S PLACE)

Albert W. Ward
Secretary

ARTICLES OF INCORPORATION

OF

ADVANCE FOAM MOLDING COMPANY

BE IT REMEMBERED, that on this 18th day of July A.D.1957 at 1:00 o'clock P.M. the following ARTICLES OF INCORPORATION or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit:

ARTICLES OF INCORPORATION

OF

ADVANCE FOAM MOLDING COMPANY

We, the undersigned, in order to form a corporation for the purpose hereinafter stated, under and pursuant to the laws of the State of Maryland do hereby certify:

- 1. The incorporators

Examined

Names	Post Office Addresses
Mary I. Brooks	7720 D. Stockton Avenue Pennsauken, New Jersey
Alice J. Brown	220 North Brookfield Road Haddonfield, New Jersey
Emmanuel Liebman	714 Market Street Camden, New Jersey

are at least twenty-one years of age and associate themselves with the intention of forming a corporation.

2. The name of the corporation is "Advance Foam Molding Company".

3. The purposes for which the corporation is formed are:

To manufacture, compound and process plastics and plastic compositions of all kinds and all or any articles consisting or partly consisting of plastics or plastic compositions and all or any products thereof.

To buy and sell or deal in any manner with plastics and plastic compositions and any of the products thereof and any articles consisting or partly consisting of plastics or plastic compositions.

To manufacture, purchase or otherwise acquire, hold, own, sell, assign or transfer, invest, deal in and deal with goods, wares and merchandise and property of every class and description.

To procure, acquire, buy, sell, hold, assign, lease, use, grant licenses or other rights therein, to mortgage or otherwise dispose of copyrights, letters patent of the United States or any foreign country, patents, patent rights, licenses and privileges, inventions, improvements and processes, trade marks and trade names, relating to, or useful in connection with any business of the corporation.

4. The name and post office address of the registered agent of the corporation in the State of Maryland, who is a citizen of the State of Maryland and actually resides therein, is Samuel Jackson, Jr., St. Michaels Road, Easton, Maryland. The Principal office shall be St. Michaels Rd. Easton, Md.

5. The total number of shares of stock of all classes which the corporation has authority to issue is ten thousand (10,000) divided into five thousand (5,000) shares of "Class A" common stock at Ten Dollars (\$10.00) par value each, and five thousand (5,000) shares of "Class B" common stock at Ten Dollars (\$10.00) par value each, The aggregate par value of all shares of all classes is One Hundred Thousand Dollars (\$100,000.00).

6. Only holders of "Class A" stock shall be entitled to voting power in the corporation. The holders of "Class B" stock shall have no voting power in the corporation, but shall be entitled to all the other rights and privileges enjoyed by the holders of the "Class A" stock.

7. No restrictions are imposed upon the transferability of shares of any class.

8. The number of directors of the corporation is three. The names of the persons who shall act as directors of the corporation until the first annual meeting are:

Samuel Jackson, Jr.

R. Wade Seniff

Emmanuel Liebman

9. The board of directors may authorize the issuance of the stock of the corporation of any class in such amounts and proportions as shall be determined by the board of directors and as may be permitted by law. The stock of the corporation may be increased from time to time according to law. A stockholder shall not be entitled to acquire any additional shares of stock of the Corporation in preference to others.

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

IN WITNESS WHEREOF, we have hereunto set our hands and seals this twenty-eighth day of February, 1957.

Mary I. Brooks L.S.

 Mary I. Brooks

Alice J. Brown L.S.

 Alice J. Brown

Emmanuel Liebman L.S.

 Emmanuel Liebman

Signed, sealed and
 delivered in the
 presence of
Harry Sandrow

STATE OF NEW JERSEY :
 COUNTY OF CAMDEN : ss

BE IT REMEMBERED, that on this 28th day of February, 1957, before me, the undersigned authority, personally appeared MARY I. BROOKS, ALICE J. BROWN and EMMANUEL LIEBMAN, who I am satisfied are the persons named in and who executed the foregoing Articles of Incorporation and having first made know to them the contents thereof, they did each acknowledge that they signed, sealed and delivered the same as their voluntary act and deed, for the uses and purposes therein expressed.

Harry J. Sandrow
 NOTARY PUBLIC OF NEW JERSEY
 My Commission Expires Nov. 24, 1958
 (NOTARIAL SEAL)

ARTICLES OF INCORPORATION
 OF

ADVANCE FOAM MOLDING COMPANY

approved and received for record by the State Tax Commission of Maryland, March 1, 1957 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 8232

APPROVAL RECORDED IN
 MINUTES-CORPORATE LEDGER

Recorded in Liber F - 27 , folio 252, one of the Charter Records of the State Tax Commission of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

(SEAL'S PLACE

Albert W. Ward
Secretary

ARTICLES OF INCORPORATION

OF

GUARD-SEAL SALES CORPORATION

BE IT REMEMBERED, that on this 18th day of July A.D., 1957 at 1:00 o'clock A.M. the following ARTICLES OF INCORPORATION or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit:

ARTICLES OF INCORPORATION

OF

GUARD-SEAL SALES CORPORATION

We, the undersigned, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the laws of the State of Maryland do hereby certify:

1. The incorporators

Names	Post Office Address
Mary I. Brooks	7720 D. Stockton Avenue Pennsauken 8, New Jersey
Alice J. Brown	220 North Brookfield Road Haddonfield, New Jersey
Emmanuel Liebman	714 Market Street Camden, New Jersey

are at least twenty-one years of age and associate themselves with the intention of forming a corporation.

2. The name of the corporation is "Guard-Seal Sales Corporation".

3. The purposes for which the corporation is formed are:

To buy and sell or deal in any manner with plastics and plastic compositions and any of the products thereof and any articles consisting or partly consisting of plastics or plastic compositions.

To manufacture, compound and process plastics and plastic compositions of all kinds and all or any articles consisting or partly consisting of plastic or plastic compositions and all or any product thereof.

To manufacture, purchase or otherwise acquire, hold, own, sell, assign or transfer, invest, deal in and deal with goods, wares and merchandise and property of every class and description.

To procure, acquire, buy, sell, hold, assign, lease, use, grant licenses or other rights therein, to mortgage or otherwise dispose of copyrights, letters patent of the United States or any foreign country, patents, patent rights, licenses and privileges, inventions, improvements and processes, trade marks and trade names relating to, or useful in connection with any business of the corporation.

Emmanuel

4. The name and post office address of the registered agent of the corporation in the State of Maryland, who is a citizen of the State of Maryland and actually resides therein, is Samuel Jackson, Jr., St. Michaels Road, Easton, Maryland.

The principal shall be St. Michaels Rd., Easton, Md.

5. The total number of shares of stock of all classes which the corporation has authority to issue is ten thousand (10,000) divided into five thousand (5,000) shares of "Class A" common stock at Ten Dollars (\$10.00) par value each, and five thousand (5,000) shares of "Class B" common stock at Ten Dollars (\$10.00) par value each. The aggregate par value of all shares of all classes is One Hundred Thousand Dollars (\$100,000.00).

6. Only the holders of "Class A" stock shall be entitled to voting power in the corporation. The holders of "Class B" stock shall have no voting power in the corporation, but shall be entitled to all the other rights and privileges enjoyed by the holders of the "Class A" stock.

7. No restrictions are imposed upon the transferability of shares of any class.

8. The number of directors of the corporation is three. The names of the persons who shall act as directors of the corporation until the first annual meeting are:

Samuel Jackson, Jr.

R. Wade Seniff

Emmanuel Liebman

9. The board of directors may authorize the issuance of the stock of the Corporation of any class in such amounts and proportions as shall be determined by the board of directors and as may be permitted by law. The stock of the corporation may be increased from time to time according to law. A stockholder shall not be entitled to acquire any additional shares of stock of the corporation in preference to others.

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

IN WITNESS WHEREOF, we have hereunto set our hands and seals this twenty-eighth day of February, 1957.

Mary I. Brooks L.S.
Mary I. Brooks

Alice J. Brown L.S.
Alice J. Brown

Emmanuel Liebman L.S.
Emmanuel Liebman

Signed, sealed and

delivered in the presence of:

Harry J. Sandrow

STATE OF NEW JERSEY :

COUNTY OF CAMDEN : ss

BE IT REMEMBERED, that on this 28th day of February, 1957, before me, the undersigned authority, personally appeared MARY I. BROOKS, ALICE J. BROWN and EMMANUEL LIEBMAN ~~XXXXXX~~, who I am satisfied are the persons named in and who

executed the foregoing Articles of Incorporation and I having first made known to them the contents thereof, they did each acknowledge that they signed, sealed and delivered the same as their voluntary act and deed, for the uses and purposes therein expressed.

Harry J. Sandrow
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires
Nov. 24, 1958
(NOTARIAL SEAL)

ARTICLES OF INCORPORATION

OF

GUARD-SEAL SALES CORPORATION

approved and received for record by the State Tax Commission of Maryland, March 1, 1957 at 11:23 o'clock A.M. as in conformity with law and ordered recorded.

A 8231

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Recorded in Liber F-27, folio 246, one of the Charter Records of the State Tax Commission of Maryland.

Bonus Tax paid \$20.00 Recording fee paid \$10.00

To the clerk of the Circuit Court of Talbot County

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

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

(SEAL'S PLACE)

Albert W. Ward
Secretary

STOCK ISSUANCE STATEMENT

OF

JEREMIAH VALLIANT ESTATE, INCORPORATED

BE IT REMEMBERED, That on this 18th day of July A.D. 1957, at 1:00 o'clock P.M. the following STOCK ISSUANCE STATEMENT or Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit:

JEREMIAH VALLIANT ESTATE, INCORPORATED

STOCK ISSUANCE STATEMENT

JEREMIAH VALLIANT ESTATE, INCORPORATED, A Maryland corporation having its principal office in Talbot County, Maryland (hereinafter called the Corporation) hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The Corporation has authorized the issuance of Three Thousand (3,000) fully paid and non-assessible shares of the par value of Ten Dollars (\$10.00) per share of Common Stock of the Corporation for the following consideration, the actual value of which, as determined by the Board of Directors, is not less than Thirty Thousand Dollars (\$30,000.00):

ALL those two (2) parcels of land shown and designated on a plat entitled "Valliant Properties on Vancouver Island Surveyed for the Heirs of Jeremiah

Examined & returned to Ernest M. Thompson 9/20/57

Valliant in the Town of Oxford, Talbot County, Maryland", said plat being dated July, 1956, consisting of a total of 2.30 acres of land more or less. Being the same property conveyed to Robert T. Valliant, S. Louise Willis, Harriett McCord and Jeremiah Valliant by the Safe Deposit and Trust Company of Baltimore and Susan L. Valliant by Deed dated February 14, 1930 and recorded among the Land Record Books of Talbot County in Liber 222, folio 119. The property is improved by extensive marine docks and wharves, service station, cottages and dwelling.

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

(b) The issuance of said shares of stock on the terms above set forth was duly authorized by the Board of Directors of the Corporation at a meeting held on January 14, 1957.

IN WITNESS WHEREOF, the JEREMIAH VALLIANT ESTATE, INCORPORATED has caused these presents to be signed in its name and on its behalf by its President or its Vice-President and its Corporate Seal to be hereto affixed and attested by its Secretary or its Treasurer on March 27, 1957, 1957.

JEREMIAH VALLIANT ESTATE, INC.

By Robert T. Valliant
Robert T. Valliant, President

(CORPORATE SEAL)

Attest: Harriett V. McCord
Harriett McCord, Secretary

STATE OF MARYLAND,)
) SS:
COUNTY OF TALBOT.)

I hereby certify that on March 27, 1957, before me, the subscriber, a Notary Public of the State of Maryland in and for the County of Talbot, personally appeared ROBERT T. VALLIANT, President of JEREMIAH VALLIANT ESTATE, INC., a Maryland corporation and in the name and on behalf of said corporation acknowledged the foregoing Stock Issuance Statement to be the corporate act of said corporation; and at the same time personally appeared HARRIETT MCCORD, and made oath in due form of law that she was secretary of the meeting of the directors of said corporation at which the issuance of the stock therein mentioned was finally approved, and that the matters and facts set forth in said statement are true to the best of her knowledge, information and belief.

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

Aulby B. Bates, Sr.
Notary Public

(NOTARIAL SEAL)

STOCK ISSUANCE STATEMENT

OF

JEREMIAH VALLIANT ESTATE, INCORPORATED

approved and received for record by the State Tax Commission of Maryland, March 29, 1957 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 8598

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Tax Commission of Maryland.

Bonus Tax paid \$- - - - - Recording fee paid \$10.00

To the clerk of the Circuit Court of Talbot County

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

AS WITNESS My hand and seal of the said Commission at Baltimore.

(SEAL'S PLACE)

Albert W. Ward
Secretary

ARTICLES OF INCORPORATION : BE IT REMEMBERED, That on this 29th
OF : day of July A.D. 1957, at 1:00 o'clock P. M.,
EASTON GRANGE NO. 274 INC. : the following Articles of Incorporation or
Instrument of Writing was received to be recorded and is accordingly enrolled as follows, to wit:

ARTICLES OF INCORPORATION
OF
EASTON GRANGE NO. 274 INC.

THIS IS TO CERTIFY:

FIRST: That we, the Subscribers, Mrs. Mary Elizabeth Clark, whose postoffice address is R. F. D. 1, Easton, Maryland, Guy William Parks, whose postoffice address is 126 W. Chew Avenue, St. Michaels, Maryland; Charles Edward Leverage, whose postoffice address is R. F. D. 2, Easton, Maryland, all of whom are over twenty (21) years of age, do hereby certify that under and by virtue of the General Laws of Maryland, authorizing the formation of Corporations, do associate ourselves for the purpose of forming a Corporation.

SECOND: The name of the Corporation shall be, EASTON GRANGE NO. 274, Inc.

THIRD: The purpose for which the Corporation is formed is the promotion of Agricultural and other kindred pursuits by inducing cooperation among farmers, and those alike interested, for their mutual benefit and improvement and to this end function as a subordinate Grange of the National Grange and the Maryland State Grange Patrons of Husbandry, an order organized in the United States of America and the State of Maryland, for the purposes aforesaid.

FOURTH: The Post Office address of the principal office of the Corporation in this State is 126 Chew Avenue, St. Michaels, Talbot County, Maryland, and the resident agent thereof is Mrs. Edna Mae Parks, whose Post Office address is 126 W. Chew Avenue, St. Michaels, Maryland, said resident agent is an individual and actually resides within the State of Maryland.

FIFTH: The Corporation shall issue no Corporate Stock.

SIXTH: The number of directors of the Corporation shall be three, or as may be fixed by the By-Laws, and Mrs. Mary Elizabeth Clark, Guy William Parks and Charles

Examined and marked by Mrs. Edna Mae Parks, 126 W. Chew Avenue, St. Michaels, Md. 12-5-58

Edward Leverage shall act as such until the first annual meeting of members of the Corporation, or until their successors shall have been duly chosen and qualified.

SEVENTH: The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relating to the governing of such Corporations contained in the General Laws of the State of Maryland.

EIGHTH: The duration of the Corporation shall be perpetual.

NINTH: The Corporation shall be a non-profit undertaking and no member shall at any time be entitled to any of the proceeds or assets of said Corporation by way of dividend, distributive share or any other manner of profit sharing, and upon dissolution the assets of the Corporation, after satisfaction of all obligations in accordance with the General Laws of the State of Maryland, by action of the members of the Corporation at a regularly called meeting for that purpose, shall be turned over to the Maryland State Grange, Inc. a Maryland corporation, under such terms and conditions as may be imposed thereon, or to said Corporation as a donee, or be distributed to one or more non-profit Corporations, Associations or Organizations, whose primary purpose is promoting the interests of agriculture in the State of Maryland.

IN TESTIMONY WHEREOF, we have hereunto set our hands and affixed our seals, this 28 day of March 1957.

WITNESS:

Meta T. Wallace	Mrs. Mary Elizabeth Clark (SEAL)
	Mrs. Mary Elizabeth Clark
Meta T. Wallace	Guy William Parks (SEAL)
	Guy William Parks
Meta T. Wallace	Charles Edward Leverage (SEAL)
	Charles Edward Leverage

STATE OF MARYLAND, COUNTY OF TALBOT, TO WIT:

I HEREBY CERTIFY, That on this 28 day of Mar. 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for Talbot County, duly commissioned and qualified, personally appeared Mrs. Mary Elizabeth Clark, Guy William Parks, and Charles Edward Leverage, Subscribers to the foregoing Articles of Incorporation, and acknowledged the Articles of Incorporation to be their act.

(NOTARIAL SEAL) Meta T. Wallace
Notary Public.

ARTICLES OF INCORPORATION
OF
EASTON GRANGE NO. 274, INC.

approved and received for record by the State Tax Commission of Maryland, April 12, 1957 at 11:30 o'clock A.M. as in conformity with law and ordered recorded.

A 8637

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Recorded in Liber F-31, folio 527, one of the Charter Records of the State Tax Commission of Maryland.

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

To the clerk of the Circuit Court of Talbot County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon has been received, approved and recorded by the State Tax Commission of Maryland.
AS WITNESS my hand and seal of the said Commission at Baltimore.

(SEAL'S PLACE.)

Albert W. Ward Secretary

LIBER

9 PAGE 101

29th

July 16 1957, at 1:00 o'clock P.M.

day recorded in Liber JTB No. 9

Corporation... Record Books of Talbot County.

Per John T. Baynard

Clerk.

LEE'S PHARMACY, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:--

FIRST: That we, the subscribers, Elizabeth T. Horne, whose post-office address is Easton, Maryland, Thomas M. Payne, whose post-office address is Easton, Maryland, Thomas Paul Startt, whose post-office address is Easton, Maryland and Zebulon H. Stafford, whose post-office address is Easton, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

LEE'S PHARMACY, 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 conduct a business for the operation of a drug store, wherein prescriptions are prepared and sold, medicines, cosmetics, toilet articles, candies, and all other items used in and pertaining to said business are sold and delivered, either retail or wholesale.

(b) To conduct a business wherein alcoholic beverages are sold and delivered.

(c) To act as agent or broker for any firm, person, corporation or association dealing in the drug products, medicines, cosmetics, toilet articles, alcoholic beverages and items pertaining thereto.

(d) To buy, lease, build, erect, own, hold, maintain, equip, mortgage, sell or otherwise deal in any and all types of buildings, warehouses, office buildings, and all other structures, machinery or equipment necessary or desirable for the purpose of carrying on the aforesaid business or businesses, or any of them.

(e) To buy, lease, own, hold, mortgage, sell, convey or otherwise deal in or dispose of real or personal property of all kinds that may be considered necessary or desirable for the promotion of any of the above purposes.

(f) To purchase, lease, or otherwise acquire and dispose of real estate, property rights, business, good-will, franchises and assets of every kind of any corporation, firm, partnership or individual, carrying on or having carried on, in whole or in part, any of the aforesaid businesses or any other business

Examined & mailed to Z. H. Stafford 12-5-58

that the Corporation may be authorized to carry on; and to pay for the same in cash, stock, bonds or other securities of the Corporation or otherwise.

(g) To carry on any of the businesses hereinbefore enumerated or any other business which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or either 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.

(h) The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict 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 corporation which are contained in the general laws of this State.

FOURTH: The post-office address of the place at which the principal office of the Corporation in this State will be located is Easton, Maryland. The resident agent of the Corporation is Elizabeth T. Horne, whose post-office address is Easton, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have not less than three nor more than five Directors, and Elizabeth T. Horne, Thomas M. Payne, Thomas Paul Startt and Zebulon H. Stafford shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total amount of the authorized capital stock of the Corporation is One hundred thousand (\$100,000.00) dollars par value, divided into One thousand (1000) shares of the par value of One hundred (\$100.00) dollars each.

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

(1) The Board of Director 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.

(2) The Board of Directors of the Corporation is hereby empowered to authorize the purchase by the Corporation out of its surplus, at such time or times and in such amounts, as it shall deem advisable, shares of its own stock of any class, whether now or hereafter authorized, and securities convertible into shares of its own stock whether now or hereafter authorized, at such price or prices as the Board of Directors shall deem to be the fair market value thereof; such purchase or purchases to be for the purpose of resale, reissue or retirement as the said Board may determine.

EIGHTH: The duration of the Corporation shall be perpetual.

ARTICLE 6

IN WITNESS WHEREOF, we have signed this Certificate of Incorporation on April 12, 1957.

Witness as to all signatures:

Elizabeth T. Horne
Elizabeth T. Horne

Shirley G. Greenly

Thomas M. Payne
Thomas M. Payne

Thomas Paul Startt
Thomas Paul Startt

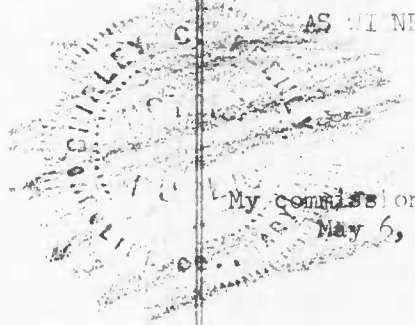
Zebulon H. Stafford
Zebulon H. Stafford

STATE OF MARYLAND, BALLOT COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 12th day of April, 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for Caroline County, personally appeared Elizabeth T. Horne, Thomas M. Payne, Thomas Paul Startt and Zebulon H. Stafford, and severally acknowledged the foregoing Certificate of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

Shirley G. Greenly
Notary Public



My commission expires:
May 6, 1957

ARTICLES OF INCORPORATION
OF
LEE'S PHARMACY, INC.

approved and received for record by the State Tax Commission of Maryland,
April 15, 1957 at 10:42 o'clock A. M. as in conformity
with law and ordered recorded.

A 8777

**APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER**

Recorded in Liber F-33, folio 181, one of the Charter Records of the State Tax
Commission of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

Robert W. Ward
Secretary

29th

July 58 1:00 P.
JTB 9

Corporation

John T. Baynard

ARTICLES OF INCORPORATION
OF
INDUSTRIAL PARK CORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the incorporators, Mary I. Brooks,
7720-D Stockton Avenue, Pennsauken, New Jersey,

Alice J. Brown,

220 North Brookfield Road, Haddonfield, New Jersey, and

Emmanuel Liebman,

714 Market Street, Camden 2, New Jersey, are at least twenty-one
years of age and do under and by virtue of the General Laws
of the State of Maryland, associate ourselves with the intention
of forming a corporation.

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

INDUSTRIAL PARK CORPORATION.

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

1. To acquire by purchase or otherwise, maintain,
develop, manage, sell, convey, rent, lease, mortgage,
exchange, improve and deal in real estate and real property
or any interests and rights therein.

2. To acquire by purchase or otherwise and hold for
investment, deal with, pledge, mortgage, sell, exchange
or otherwise dispose of any stocks, bonds, debentures,
shares or securities issued or having any guarantee by
any government, municipality, trust, local authority or
other body, incorporated or unincorporated, public or
private, of the United States or in any country or state

Emmanuel Liebman, Jr., St. Michaels Rd., Easton, Md. 12-5-58

under the protection of the United States, or any stocks, bonds, debentures, shares or securities issued or having any guarantee by any corporation or company incorporated, constituted or carrying on business in the United States or elsewhere and in respect thereof to exercise all rights, powers and privileges of individual ownership.

3. To manufacture, purchase or otherwise acquire, hold, own, sell, assign or transfer, invest, deal in and deal with goods, wares and merchandise and any articles of commerce whatsoever.

4. To pay for any property, rights or interests acquired by the Corporation in money or other property, rights or interests, or by assigning, issuing or delivering in exchange therefor its own stock, bonds, debentures, notes and/or other obligations, secured or unsecured and however evidenced, convertible into stock or not so convertible, upon any terms and in any lawful manner.

FOURTH: The post office address of the place at which the principal office of the Corporation in the State of Maryland will be located is St. Michaels Road, Easton, Maryland, and the name of the resident agent of the Corporation in the State of Maryland is Samuel Jackson, Jr., who is a citizen of Maryland, actually residing therein and whose post office address is St. Michaels Road, Easton, Maryland.

FIFTH: The Corporation shall have three (3) directors, and Samuel Jackson, Jr., Catherine B. Jackson and Mary L. Butler shall act as such until the first annual meeting or until their successors are duly chosen and qualify.

SIXTH: The total amount of authorized capital stock of the Corporation is One Hundred Thousand Dollars (\$100,000.00) par value, divided into Ten Thousand (10,000) shares of the par

value of Ten Dollars (\$10.00) each.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Board of 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, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such considerations as the Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

The Board of Directors may classify or reclassify any shares of any class of stock then authorized but unissued 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: In case the Corporation enters into contracts or transacts business with one or more members of its Board of Directors, or with any firm of which one or more members of its Board of Directors are associated, or with any other corporation or association of which one or more members of its Board of Directors are stockholders, directors or officers, such contract

or transaction shall not be invalidated or in anywise affected by the fact that such director or directors have or may have interests therein which are or might be adverse to the interests of the Corporation, even though the vote of the director or directors having such adverse interest shall have been necessary to obligate the Corporation upon such contract or transaction, and even though the fact of such interest was not disclosed to the other directors or stockholders acting upon or in reference to such contract or transaction. No director or directors having such adverse interest shall be liable to the Corporation or to any stockholder or creditor thereof or to any other person for any loss incurred by it under or by reason of any such contract or transaction, nor shall any such director or directors be accountable for any gains or profits realized thereon.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 23rd day of April, 1957.

Mary I. Brooks L. S.
Mary I. Brooks

Alice J. Brown L. S.
Alice J. Brown

Emmanuel Liebman L. S.
Emmanuel Liebman

Signed, sealed and delivered

in the presence of

Jean C. Walford

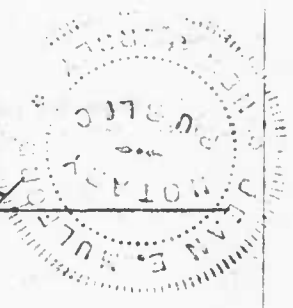
EMMANUEL LIEBMAN
LAW OFFICES
CAMDEN, NEW JERSEY

STATE OF NEW JERSEY :
 : SS
COUNTY OF CAMDEN :

I HEREBY CERTIFY, that on the *23rd* day of April, 1957, before me, the subscriber, a notary public of the State of New Jersey, personally appeared Mary I. Brooks, Alice J. Brown and Emmanuel Liebman 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.

Jean E. Mulford
JEAN E. MULFORD
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires June 6, 1961



EMMANUEL LIEBMAN
LAW OFFICES
CAMDEN, NEW JERSEY

ARTICLES OF INCORPORATION
OF
INDUSTRIAL PARK CORPORATION

approved and received for record by the State Tax Commission of Maryland,
April 24, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

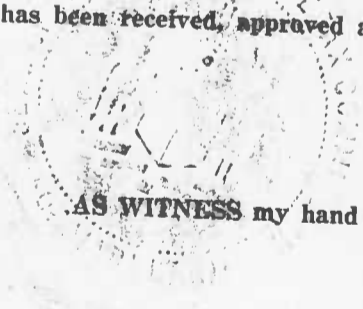
A 8908

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-34, folio 313, one of the Charter Records of the State Tax
Commission of Maryland.

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

To the clerk of the Circuit Court of Talbot County
IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



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

[Handwritten Signature]
Secretary

29th

July 58 1:00 P.

JTB 9

Corporation

John T. Baynard

ARTICLES OF INCORPORATION

OF

THE SAMUEL JACKSON FUSEE COMPANY

THIS IS TO CERTIFY:

FIRST: That we, the incorporators, Mary I. Brooks, 7720D Stockton Avenue, Pennsauken, New Jersey, Alice J. Brown, 220 North Brookfield Road, Haddonfield, New Jersey, and

Emmanuel Liebman,

714 Market Street, Camden 2, New Jersey, are at least twenty-one years of age and do under and by virtue of the General Laws of the State of Maryland, associate ourselves with the intention of forming a corporation.

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

THE SAMUEL JACKSON FUSEE COMPANY

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

1. To purchase and acquire all or any part of the business, properties, real and personal, assets and rights of Samuel Jackson, Jr., d/b/a Samuel Jackson, Jr., including the goodwill and the right to use the name "Samuel Jackson, Jr." or "Samuel Jackson" and the name "The Samuel Jackson Fusee Company" in the carrying on of all or any part of the business of Samuel Jackson, Jr., d/b/a Samuel Jackson, Jr.; to carry on the business so acquired as a going concern; to pay for the business, properties, assets and rights so purchased and acquired in cash and/or in stock, bonds,

EMMANUEL LIEBMAN
LAW OFFICES
CAMDEN, NEW JERSEY

Emmanuel (A) Mailed to Samuel Jackson Jr., St. Michaels St., Easton, Md. 12. 5-58

debentures, convertible securities and/or other obligations of the Corporation in any manner permitted by law; and to assume or guarantee indebtedness, contracts and commitments of the business of Samuel Jackson, Jr., d/b/a Samuel Jackson, Jr.; also to purchase and acquire as a going concern or otherwise and to carry on, maintain and operate all or any part of the property or business of any person, firm, association or corporation whatsoever deemed to be of benefit to the Corporation or of use in any manner in connection with any of its objects or purposes.

2. To manufacture, acquire, sell, dispose of and deal in fuses and flares and signal devices and goods, wares and merchandise and any articles of commerce whatsoever.

3. To apply for, register, purchase and lease or otherwise acquire, hold, own, use, operate, introduce, develop or control, sell, assign or otherwise dispose of, take or grant licenses or other rights with respect to, and in any and all ways to exploit or turn to account inventions, improvements, copyrights, patents, trademarks, formulae, trade names and distinctive marks and similar rights of any and all kinds, and whether granted, registered or established by or under the laws of the United States or any state thereof, or of any other country or place.

4. To guarantee or become surety for the performance of or assume any undertaking or obligation, or the payment of principal of or interest on obligations and dividends on stock or other payments whatsoever, and by endorsement or otherwise to guarantee the payments of principal of and interest on bonds, debentures, notes, drafts and other securities, evidences of indebtedness and obligations of any corporation or association or any firm or individual in the business, financing or welfare of which or of whom the Corporation has any interest of any nature whenever deemed to be of benefit to the Corporation and in furtherance of any of its objects or purposes.

FOURTH: The post office address of the place at which the principal office of the Corporation in the State of Maryland will be located is St. Michaels Road, Easton, Maryland and the name of the resident agent of the Corporation in the

State of Maryland is Samuel Jackson, Jr., who is a citizen of Maryland, actually residing therein and whose post office address is St. Michaels Road, Easton, Maryland.

FIFTH: The Corporation shall have three (3) directors, and Samuel Jackson, Jr., Catherine B. Jackson and Mary L. Butler 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 Dollars (\$100,000.00) par value, of which Fifty Thousand Dollars (\$50,000.00) par value, divided into Five Thousand (5,000) shares of the par value of Ten Dollars (\$10.00) each, is Preferred Stock, and Fifty Thousand Dollars (\$50,000.00) par value, divided into Five Thousand (5,000) shares of the par value of Ten Dollars (\$10.00) each is Common Stock.

SEVENTH: The following is a description of each class of stock of the Corporation with the preferences, voting powers, restrictions and qualifications thereof:

PREFERRED STOCK

The holders of the Preferred Stock shall be entitled, in preference to the holders of the Common Stock, to dividends, as and when declared by the Board of Directors, at the rate

of Fifty Cents (\$.50) per share per annum, and no more, payable semi-annually on the fifteenth days of July and January, with proper adjustment for any dividend period which is less than a full six months. Such dividends shall be cumulative from and after July 16, 1957, so that if for any dividend period dividends at the rate of Fifty Cents (\$.50) per share per annum shall not have been paid upon the Preferred Stock, the deficiency shall be fully paid, without interest, before any dividend shall be paid upon, or set apart for, the Common Stock. In the event of the liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, the holders of the Preferred Stock shall be entitled to be paid Twelve Dollars and Fifty Cents (\$12.50) per share, together with an amount equal to all dividends thereon accrued or in arrears, whether or not earned or declared, before any amount shall be paid to the holders of the Common Stock and shall be entitled to no further payments or distribution. The Corporation however may declare and pay dividends upon any class or classes of stock without being required to accumulate any reserve or otherwise provide in advance for the payment of any sum to the holders of the preferred Stock on liquidation, dissolution or winding up.

At any time and from time to time, at the option of the Board of Directors, the Preferred Stock may be redeemed, in whole or in part, on any date fixed for the payment of dividends on the Preferred Stock, at the redemption price of

Twelve Dollars and Fifty Cents (\$12.50) for each share of Preferred Stock redeemed, together with the amount, if any, by which Fifty Cents (\$.50) per annum upon each share from the date after which dividends thereon become cumulative to the date of redemption exceeds the dividends actually paid thereon from such date to the date of redemption. If less than all the shares of Preferred Stock are to be redeemed, the shares to be redeemed shall be selected by lot in such manner as the Board of Directors shall determine. Notice of the intention of the Corporation to redeem such shares of Preferred Stock shall be mailed Sixty (60) days before the date of redemption to each holder of record of the shares to be redeemed at his last known post office address as shown by the records of the Corporation. At any time after such notice has been mailed as aforesaid, the Corporation may deposit the aggregate redemption price (or the portion thereof not already paid in the redemption of shares so to be redeemed) with any bank or trust company in the City of Baltimore, Maryland, named in such notice, payable in the amounts aforesaid to the respective record holders of the shares so to be redeemed on endorsement and surrender of their certificates, and upon the making of such deposit said holders shall cease to be stockholders with respect to said shares and from and after the making of such deposit said holders shall have no interest in or claim against the Corporation with respect to said shares, but shall be entitled only to receive said monies from said bank or trust company without interest. Any monies unclaimed at the

end of six (6) years from the date of said deposit shall be repaid to the Corporation.

The holders of the Preferred Stock shall have no right to vote at any meeting of stockholders or election of the Corporation or otherwise participate in any action of any nature taken by the Corporation or the stockholders thereof.

COMMON STOCK

The holders of the Common Stock shall, to the exclusion of the holders of the Preferred Stock, have full voting power for all purposes. Each holder of the Common Stock shall have one (1) vote for each share of such stock held by him.

The authorized amount of stock of the Corporation of any class or classes may be increased from time to time in any manner permitted by law by vote of the holders of a majority of the total number of shares of Common Stock issued and outstanding. Upon the vote of the holders of a majority of the total number of shares of the Common Stock, issued and outstanding, the Corporation may from time to time in any manner permitted by law create one or more classes of stock with such designations, preferences, voting powers, restrictions and qualifications as may be determined by such vote, which may be the same as or different from the designations, preferences, voting powers, restrictions and qualifications of the classes of stock of the Corporation then authorized or issued and outstanding.

The Board of Directors may classify or reclassify any shares of any class of stock then authorized but unissued 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: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Board of 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, and securities convertible into shares of its stock of any class, whether now or hereafter authorized for such considerations as the Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

NINTH: No holder of any stock of the Corporation shall be entitled as of right to purchase or subscribe for any part of any unissued stock of the Corporation, or for any additional stock of any class issued pursuant to any increase of the authorized capital stock of the Corporation, or of bonds, certificates of indebtedness, debentures or other securities convertible into stock of the Corporation, but any such unissued stock or any such

additional authorized issue of new stock, or of securities convertible into stock, may be issued and disposed of by the Board of Directors to such persons, firms, corporations, or associations, and upon such terms as the Board of Directors may, in its discretion, determine, without offering to the stockholders then of record, or any class of stockholders, any thereof, on the same terms or on any terms; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to holders of stock may, as the 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.

TENTH: In case the Corporation enters into contracts or transacts business with one or more members of its Board of Directors, or with any firm of which one or more members of its Board of Directors are associated, or with any other corporation or association of which one or more members of its Board of Directors are stockholders, directors or officers, such contract or transaction shall not be invalidated or in anywise affected by the fact that such director or directors have or may have interests therein which are or might be adverse to the interests of the Corporation, even though the vote of the director or directors having such adverse interest shall have been necessary to obligate the Corporation upon such contract or transaction, and even though the fact of such interest was not disclosed to

the other directors or stockholders acting upon or in reference to such contract or transaction. No director or directors having such adverse interest shall be liable to the Corporation or to any stockholder or creditor thereof or to any other person for any loss incurred by it under or by reason or any such contract or transaction, nor shall any such director or directors be accountable for any gains or profits realized thereon.

ELEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 23rd day of April, 1957.

Mary I. Brooks L. S.
Mary I. Brooks

Alice J. Brown L. S.
Alice J. Brown

Emmanuel Liebman L. S.
Emmanuel Liebman

Signed, sealed and delivered
in the presence of

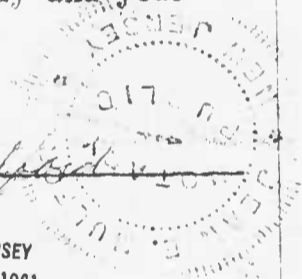
Jean C. Wolford

STATE OF NEW JERSEY:
: SS
COUNTY OF CAMDEN :

I HEREBY CERTIFY, that on the 23rd day of April, 1957, before me, the subscriber, a notary public of the State of New Jersey, personally appeared Mary I. Brooks, Alice J. Brown and Emmanuel Liebman 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.

Jean E. Mulford
JEAN E. MULFORD
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires June 6, 1961



ARTICLES OF INCORPORATION
OF
THE SAMUEL JACKSON FUSEE COMPANY

approved and received for record by the State Tax Commission of Maryland,
April 24, 1957 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 8889

**APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER**

Recorded in Liber F-34, folio 205, one of the Charter Records of the State Tax
Commission of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

Samuel J. Ward
.....
Secretary

July 58 1:00 P. JTB 9

Corporation John T. Baynard,

THE STATE TAX COMMISSION OF MARYLAND

hereby gives notice that ARTICLES OF DISSOLUTION of the ECONOMY FURNITURE COMPANY, INC

were received for record on April 26, 1957, 19 in accordance with the provisions of Sec. 72 of Art. 23 of the Code (1951 Edition).

OWEN E. HITCHES JOHN WOOD LOGAN Commissioners.

ECONOMY FURNITURE COMPANY, INC.

ARTICLES OF DISSOLUTION

THIS IS TO CERTIFY:

- 1. The name of the Corporation is Economy Furniture Company, Inc. and the post-office address of its principal office in this state is Easton, Maryland
2. The name and post-office address of the resident agent is F. Powell Wrightson, Easton, Maryland.
3. The name and post-office address of each of the Directors of the Corporation are as follows: Royce R. Spring - Easton, Maryland Harriet D. Spring - Easton, Maryland Herman F. Mielke, Jr. - Easton, Maryland
4. The name, title and post-office address of each of the Officers of the Corporation are as follows: Royce R. Spring - President Easton, Maryland Harriet D. Spring - Vice President & Secretary Easton, Maryland Herman F. Mielke, Jr. - Treasurer Easton, Maryland
5. That a majority of the whole Board of Directors of the Corporation by Resolution adopted at a meeting of the Board of Directors held on May 31st, 1956, duly advised the dissolution of the Corporation and called a meeting of stockholders to take action thereon.
6. That thereafter on May 31st, 1956 all of the stockholders of the Corporation consented in writing to such dissolution.

Specimen and mailed to Economy Furniture Co. Inc. Easton Md. 7-1-59

7. The Corporation has no known creditors.

8. The Corporation is hereby dissolved.

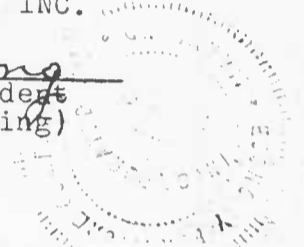
IN WITNESS WHEREOF, Economy Furniture Company, Inc. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereto attached and attested by its Secretary, on July 19, 1956.

ECONOMY FURNITURE COMPANY, INC.

By Royce R. Spring
President
(Royce R. Spring)

ATTEST:

Harriet D. Spring
Secretary
(Harriet D. Spring)



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

I HEREBY CERTIFY, That on this 19th day of July, 1956, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Queen Anne's personally appeared Royce R. Spring, President of Economy Furniture Company, 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 Harriet D. Spring, and made oath in due form of law that he was Secretary of the meeting of the Board of Directors of said Corporation at which the dissolution of said Corporation 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.

Francis Ann Nelson
(Notary Public)



My Commission Expires: May 6th, 1957

THE MAYOR AND COUNCIL

EASTON, MARYLAND

April 16, 1957

M. EVELYN STARTT
Town Clerk

This is to certify that the books of the Mayor and Council of Easton show that all Taxes and charges due the Town of Easton, payable through said office as of the date hereof by

ECONOMY FURNITURE COMPANY, INC.

have been paid.

WITNESS my hand and official seal this 25th day of April, 1957.

M. Evelyn Startt
M. EVELYN STARTT
Town Clerk



COMMISSIONERS OF TALBOT COUNTY, MARYLAND

OMER DULIN, SR., PRESIDENT
WILSON M. JARBOE
H. T. SLAUGHTER

W. FRAMPTON CARROLL, TREASURER AND CLERK

EASTON, MD.

April 15, 1957

This is to certify that the books of the County Commissioners of Talbot County show that all Taxes and charges due Talbot County payable through said office as of the date hereof by

ECONOMY FURNITURE COMPANY, INC.,

have been paid.

WITNESS my hand and official seal this 15th day of April, 1957.

W. Frampton Carroll
W. Frampton Carroll
Treasurer of Talbot County





Office of Comptroller
Treasury Department
Annapolis, Maryland


A. Ballard James
Comptroller
Joseph O. McCusker
Chief Deputy

THIS IS TO CERTIFY, That the books of the
State Comptroller's Office show that all taxes and
charges due the State of Maryland, payable through
the said office as of the date her of by

ECONOMY FURNITURE COMPANY, INC.

have been paid.

WITNESS my hand and official seal this
twenty-fourth day of April A. D. 1957.


A. Ballard James
Comptroller

ARTICLES OF DISSOLUTION
OF
ECONOMY FURNITURE COMPANY, INC.

approved and received for record by the State Tax Commission of Maryland,
April 26, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 8915

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

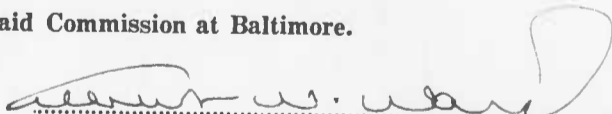
Recorded in Liber F-34 , folio 352 , one of the Charter Records of the State Tax
Commission of Maryland.

Special Fee
/Bond tax paid \$ 10.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Talbot County

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

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


Secretary

29th

July 58 1:00 P.
JTB 9

Corporation

John T. Baynard

EASTON SALES COMPANY, INCORPORATED

ARTICLES OF AMENDMENT

(Under Sections 11-12)

The Easton Sales Company, Incorporated, of Easton, Maryland, a Maryland corporation having its principal office in Talbot 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 numbered SECOND of the Articles of Incorporation and inserting in lieu thereof the following:

SECOND: The name of the corporation is

EASTON FIRESTONE STORE, INCORPORATED

SECOND: The board of directors of the Corporation, at a meeting duly convened and held on March 25, 1957, 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 April 15, 1957.

THIRD: Notice setting forth the said amendment of the charter and stating that a purpose of the meeting of the stockholders would be to take action thereon, was given, as required by law, to all stockholders entitled to vote thereon; and like notice was given to all stockholders of the Corporation not entitled to vote thereon, whose contract rights as expressly set forth in the charter would be altered by the amendment.

FOURTH: The amendment of the charter of the Corporation as hereinafter set forth was approved by the stockholders of

*Examined and mailed to Easton Firestone Store, Inc.
Federal Street
Easton, Md 12-5-58*

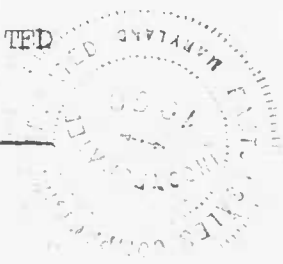
the Corporation at said meeting by the affirmative vote of two-thirds of each class of stock entitled to vote thereon.

FIFTH: The amendment of the charter of the Corporation as hereinabove set forth has been duly advised by the board of directors and approved by the stockholders of the Corporation.

IN WITNESS WHEREOF, the Easton Sales Company, 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.

EASTON SALES COMPANY, INCORPORATED

BY Sheldon Lord
Sheldon Lord - President



Attest: Frieda R. Cuncell
Frieda R. Cuncell, Secretary

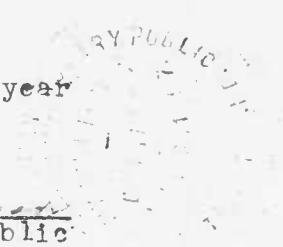
STATE OF MARYLAND

County of Talbot, TO WIT:

I hereby certify that on this 26th day of April, 1957, before me, the subscriber, a Notary Public of the State of Maryland in and for Talbot County aforesaid, personally appeared Sheldon Lord, President of the Easton Sales Company, Incorporated, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation; and at the same time also personally appeared Frieda R. Cuncell and made oath in due form of law that she was Secretary of the meeting of the stockholders of said corporation at which the amendment of the charter of the corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of her knowledge, information and belief.

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

Viola S. Wightman
Viola S. Wightman-Notary Public



My Commission Expires:

May 6, 1957

ARTICLES OF AMENDMENT
OF
EASTON SALES COMPANY, INCORPORATED
changing its name to
EASTON FIRESTONE STORE, INCORPORATED

approved and received for record by the State Tax Commission of Maryland,
April 22, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 8965

**APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER**

Recorded in Liber **F-35**, folio **101**, one of the Charter Records of the State Tax
Commission of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

[Handwritten Signature]
.....
Secretary

September 58 9:00 A. 9th

JTB 9

Corporation

John T. Baynard

✓AD

RANDAE CORPORATION

ARTICLES OF INCORPORATION

First: We the undersigned, Edward J. Gordon, whose Post Office address is 623 S. Washington Street, Easton, Maryland, Alfred A. Seider, whose Post Office address is 325 Union Street, Jersey City 4, New Jersey, and Rhona M. Seider, whose Post Office address is 325 Union Street, Jersey City 4, New Jersey, each being at least 21 years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation by the execution and filing of these Articles, 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 Randae Corporation.

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

- a. To buy, sell, hold for sale pledge or otherwise encumber any and all types of groceries, goods, condiments, meats, vegetables, dry goods, alcoholic and spirituous liquors, malt and carbonated beverages and any and all items customarily sold with any of above listed items.
- b. To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or 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 all types of improved and unimproved real property wherever situated.
- d. To carry on and transact, for itself or for the account of others, the business of general merchants, general brokers, general agents, buyers and

Examined and mailed to Edward J. Gordon, 623 S. Washington St., Easton Md. 12-5-58

sellers of, dealers in, importers and ers of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

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

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

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

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

Fourth: The Post Office address of the principal office of the Corporation in this State is 623 S. Washington Street, Easton, Maryland. The name of the resident agent of the Corporation is Edward J. Gordon, whose Post Office address is 623 S. Washington Street, Easton, Maryland. Said resident agent is a citizen of the State of Maryland and actually residing in the 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 One Dollar (\$1.00) a share of all one class designated Common Stock, and having an aggregate value of Twenty Thousand Dollars (\$20,000.00)

Stock is to be transferred only on the books of the Corporation. Prior to transfer, stock must be offered first to the Corporation and second to the other stockholders, pro-rata at its book value as of close of the preceding fiscal year, book value to be determined in accordance with the provisions of the By-Laws.

Sixth: The number of Directors of the Corporation shall be not less than three nor more than five. Said number of Directors 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 fully chosen and qualified are Edward J. Gordon, Alfred A. Seider and Rhona M. Seider.

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

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock and securities convertible into shares of its stock, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

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

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

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

(d) The 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 15th day of May, 1957.

WITNESS

[Signature]

Edward J. Gordon
Edward J. Gordon

[Signature]

Alfred A. Seider
Alfred A. Seider

[Signature]

Rhona M. Seider
Rhona M. Seider

STATE OF MARYLAND

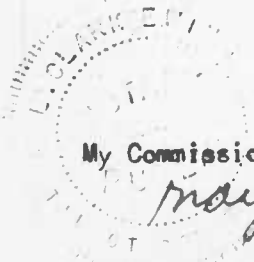
COUNTY OF TALBOT, To Wit:

I hereby certify that on this 15th day of May, 1957, before me, the subscriber, a Notary Public of the State of Maryland in and for the County of

Talbot personally appeared Edward J. Gordon, Alfred A. Seider and Rhona M. Seider and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

[Signature]
Notary Public



My Commission expires:

May 4, 1959

ARTICLES OF INCORPORATION
OF
RANDAE CORPORATION

approved and received for record by the State Tax Commission of Maryland,
May 16, 1957 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 9191

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber **F-37, folio 454**, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 12.00

To the clerk of the Circuit Court of Talbot County

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

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


Secretary

September 58 9:00
JTB 9

Corporation

John T. Baynard

TALBOT COUNTRY CLUB, INCORPORATED

ARTICLES OF REVIVAL

Talbot Country Club, Incorporated, a Maryland corporation, having its principal office in Easton, Talbot County, Maryland (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The charter of the Corporation was forfeited on Oct 27, 1954, for the nonpayment of taxes and failure to file an annual report with the State Tax Commission of Maryland, and these Articles of Revival are for the purpose of reviving and reinstating the charter of the Corporation.

SECOND: The name of the Corporation at the time of the forfeiture of its charter was Talbot Country Club, Incorporated.

THIRD: The name by which the Corporation will hereafter be known is Talbot Country Club, Incorporated.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is Easton, Talbot 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 Ruth R. Startt, Aurora Street, Easton, Talbot County, Maryland. Said resident agent is an individual actually residing in this state.

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

(a) Paid all fees required by law;

Exhibited and mailed to Talbot Country Club, Easton Md. 12-5-58

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

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

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

IN WITNESS WHEREOF, the undersigned, who were respectively the last acting President and Secretary of the Corporation, have signed these Articles of Revival on May 16, 1957.


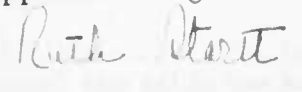


Last Acting President



Last Acting Secretary

STATE OF MARYLAND,
County of Talbot, ss:

I HEREBY CERTIFY that on May 16, 1957, before me, the subscriber, a Notary Public of the State of Maryland in and for the County of Talbot, personally appeared , the last acting President and , the last acting Secretary of TALBOT COUNTRY CLUB, INCORPORATED, a Maryland corporation, and severally acknowledged the foregoing Articles of Revival to be their act.

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




Notary Public

ARTICLES OF REVIVAL
OF
TALBOT COUNTRY CLUB, INC.

approved and received for record by the State Tax Commission of Maryland,
May 24, 1957 at 11:38 o'clock A. M. as in conformity
with law and ordered recorded.

A 9282

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-38 folio 367, one of the Charter Records of the State Tax
Commission of Maryland.

Special Fee
/Bond/tax/paid/ \$ 5.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Talbot County

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

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

Robert W. Clark
Secretary

September 58 at 9:00 o'clock A.

JTB No. 9

Corporatio

Record Books of Talbot County

Per John T. Baynard

ARTICLES OF INCORPORATION

OF

GUERNSEY STEVENSON AND COMPANY, INCORPORATED

This is to certify that:

FIRST: We, the subscribers, G. Armstrong Stevenson, whose post office address is St. Michaels, Talbot County, Maryland, Elaine D. Kerr, whose post office address is Damascus, Montgomery County, Maryland, and William L. Katzenberger, whose post office address is Olney, Montgomery County, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: That the corporate name of said corporation is the Guernsey Stevenson and Company, Incorporated.

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

1. To buy, sell, lease, mortgage land, for the purpose of developing the same in any manner whatsoever.
2. To construct and erect residential homes and buildings of any kind or character, and to borrow, mortgage, or otherwise acquire capital in carrying out the aforesaid purposes.

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

FOURTH: The post office address of the principal place of business in this state will be located at St. Michaels, Talbot County, Maryland. The resident agent of the corporation is G. Armstrong Stevenson, whose post office address is St. Michaels, Talbot County, Maryland. Said resident agent is a Citizen of the State of Maryland, and actually resides therein.

FIFTH: The amount of capital stock with which the corporation will commence is the sum of Twenty-five Thousand Dollars (\$25,000.00), being two hundred fifty (250) shares of the common capital stock of the corporation of the par value of One Hundred Dollars (\$100.00) each.

Examined and attested to G. Armstrong Stevenson, St. Michaels, Md.
 1-2-58

SIXTH: The names and places of residence of each of the original subscribers to the capital stock and the number of shares subscribed for by each are as follows:

<u>Name</u>	<u>Residence</u>	<u>Number of shares common stock</u>
G. Armstrong Stevenson	St. Michaels, Talbot County, Maryland	128
Elaine D. Kerr	Damascus, Montgomery County, Maryland	121
William L. Katzenberger	Olney, Montgomery County, Maryland	1

SEVENTH: The corporation shall have three directors, G. Armstrong Stevenson, Elaine D. Kerr, and William L. Katzenberger shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

IN WITNESS WHEREOF WE HAVE SIGNED THESE ARTICLES OF INCORPORATION ON THE 9th DAY OF MAY, 1957.

G. Armstrong Stevenson (SEAL)
G. ARMSTRONG STEVENSON

Edith E. Wickham
Witness

Elaine D. Kerr (SEAL)
ELAINE D. KERR

G. A. Stevenson
Witness

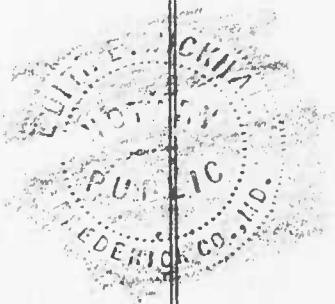
William L. Katzenberger (SEAL)
WILLIAM L. KATZENBERGER

STATE OF MARYLAND, FREDERICK COUNTY, TO-WIT:

THIS IS TO CERTIFY that on this 9th day of May, 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for Frederick County, personally appeared G. Armstrong Stevenson, and Elaine D. Kerr and severally acknowledged the above and foregoing Articles of Incorporation to be their respective act.

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

Edith E. Wickham
Notary Public



STATE OF MARYLAND, MONTGOMERY COUNTY, TO-WIT:

THIS IS TO CERTIFY that on this 13th day of May, 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for Montgomery County, personally appeared William L. Katzenberger and acknowledged the above and foregoing Articles of Incorporation to be his respective act.

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



Burtie Sue Meacham
Notary Public

My Commission expires May 4, 1959.

ARTICLES OF INCORPORATION
OF
GUERNSEY STEVENSON AND COMPANY, INCORPORATED

approved and received for record by the State Tax Commission of Maryland,
May 15, 1957 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 9185

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

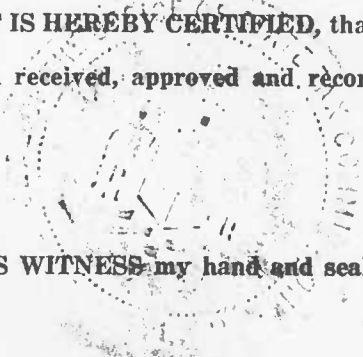
Recorded in Liber **F-37**, folio **426**, one of the Charter Records of the State Tax
Commission of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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



Robert W. Ward
Secretary

September 58 9:00 A.
JTB 9

Corporation

John T. Baynard

ARTICLES OF INCORPORATION

OF

SILHOUETTE, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, T. HUGHLETT HENRY, whose postoffice address is Easton, Maryland; T. HUGHLETT HENRY, JR., whose postoffice address is Easton, Maryland, and WILLIAM H. ADKINS, II, whose postoffice address is Easton, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of Corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

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

SILHOUETTE, INC.

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

(a) To conduct and operate the business of a reducing or slenderizing salon, and the sale of cosmetics.

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

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

(d) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, goodwill, franchises and assets of every kind, of any corporation,

*Examined & mailed to Silhouette, Inc.
Silhouette
Easton, Md. 12-5-58*

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

(f) To purchase or otherwise acquire, hold and re-issue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or 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.

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 the State is Talbotton Lane, Easton, Maryland. The resident agent of the Corporation is REBECCA A. THOMPSON, whose postoffice address is Dorsey Farm, Easton, 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 seventy (70) shares of the par value of One Hundred Dollars (\$100) each, all of which shares are of one class and are designated common stock. Each share of common stock shall entitle the holder thereof to one (1) vote in all proceedings in which action shall be taken by stockholders of the Corporation. No share or shares of common stock shall be sold or otherwise transferred by any stockholder without the written assent of the other stockholder or stockholders, or without having first offered to the other stockholder or stockholders the share or shares to be sold, at the price which the selling or transferring stockholder is to receive for such share or shares, or at the book value of such share or shares, as of the date of transfer, if such transfer is without consideration. Upon the death of any stockholder, the executor or administrator of such stockholder shall not sell, transfer or distribute any of such stockholder's shares of stock in the Corporation until the same shall have been

offered to the surviving stockholder or stockholders upon the terms above set forth, or until the surviving stockholder or stockholders shall have assented, in writing, to such sale, transfer, or distribution. The foregoing restrictions shall be printed on each stock certificate issued by the Corporation.

SIXTH: The Corporation shall have not less than three directors, and such greater number of directors, not exceeding five, as may be provided for by By-law. REBECCA A. THOMPSON, RUTH A. VERMILYE, and PETER S. THOMPSON shall act as directors 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 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 two-thirds of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

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

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

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 6th day of May, 1957.

Witness:

Frances Ann Nelson
Frances Ann Nelson

Frances Ann Nelson
Frances Ann Nelson

T. Hughlett Henry (SEAL)
T. Hughlett Henry

T. Hughlett Henry, Jr. (SEAL)
T. Hughlett Henry, Jr.

William H. Adkins, II (SEAL)
William H. Adkins, II

Frances Ann Nelson
Frances Ann Nelson

STATE OF MARYLAND
TALBOT COUNTY, ss.

THIS IS TO CERTIFY, That on the 6th day of May, 1957,
before me, the subscriber, a Notary Public of the State of
Maryland, in and for Queen Anne's County, personally appeared
T. HUGHLETT HENRY, T. HUGHLETT HENRY, JR., and WILLIAM H.
ADKINS, II, and severally acknowledged the foregoing Articles
of Incorporation to be their respective act.

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

Frances Ann Nelson
Frances Ann Nelson
Notary Public



My Commission Expires: May 4, 1959

ARTICLES OF INCORPORATION

OF

SILHOUETTE, INC.

approved and received for record by the State Tax Commission of Maryland,
May 7, 1957 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 8998**APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER**

Recorded in Liber F-35, folio 501, one of the Charter Records of the State Tax
Commission of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

[Signature]
Secretary

1-4
4/23/57
ew

September 58 9:00 A. 9th
JTB 9
Corporation

John T. Baynard

ARTICLES OF INCORPORATION

OF

SPORTS AND SPECIALTIES SHOP, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, ALBERT H. MURPHY, whose post-office address is 225 South 15th Street, Philadelphia, Pennsylvania; ELIZABETH M. WHYTE, whose post-office address is 225 South 15th Street, Philadelphia, Pennsylvania; and MARGARET M. KERPER, whose post-office address is 225 South 15th Street, Philadelphia, Pennsylvania, all being of full legal age, to, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation is
SPORTS AND SPECIALTIES SHOP, 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 create, design, manufacture, buy, sell, distribute, import, export and generally trade and deal in and with, both at wholesale and retail and either as principal, agent, broker or otherwise sportswear and sports equipment, neckties, haberdashery, specialties, novelties and wearing apparel and accessories of every kind and description and any kindred or allied merchandise;

Examined and Mailed to Sports and Specialties Shop, Inc., 9 N. Harmon St., Easton, Md. 12.5.58

(b) To carry on any and all businesses as manufacturers, jobbers, producers, merchants, manufacturers' agent, selling agent, distributor, commission merchant, factor and as the representative of individuals, firms, associations, corporations or other entities whatsoever without limitation as to the class of products or of the goods, wares and merchandise handled;

(c) To acquire, in whole or in part, the business, good will, rights, property and assets of all kinds of any corporation, association, partnership, combination, organization, entity or individual, domestic or foreign; and to pay for the same in money, stocks, bonds, debentures or other securities or obligations of the corporation or otherwise, in any manner permitted by law; and to hold, possess and improve such properties and to conduct in any legal manner the whole or any part of the business so acquired; and to pledge, mortgage, sell or otherwise encumber or dispose of the same or any part thereof;

(d) 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;

(e) 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;

(f) 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 other-

wise, 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;

(g) 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;

(h) To apply for, obtain, register, purchase, lease or otherwise to acquire and to hold, own, use, develop, operate and introduce, and to sell, assign, grant licenses or territorial rights in respect to, or otherwise to turn to account or dispose of, any copyrights, trade marks, trade names, brands, labels, patent rights, letters patent of the United States or of any other country or government, inventions, improvements and processes, whether used in connection with or secured under letters patent or otherwise;

(i) To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms or individuals, and to do every other act or acts, thing or things incident 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 or-

ganized;

(j) 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 any way interested, and to do any other acts or things for the preservation, protection, improvement or enhancement of the value of any such stocks, 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 hereinbefore set forth, and it shall have 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 inference any powers, objects or purposes 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.

FOURTH: The post-office address of the place at which the principal office of the corporation in the State of Maryland will be located is 9 North Harrison Street, in Easton, Maryland.

The resident agent of the corporation is JOHN TODD, whose address is 9 North Harrison Street, Easton, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation shall have four (4) directors, and ADELAIDE N. PAUL, WILLIAM POTTER WEAR, JOHN TODD and SARAH TODD shall act as such until the first annual meeting or until their successors are duly chosen and qualified, provided, however, that the number of directors may be increased or decreased as shall be provided in the by-laws but such number shall not be less than three (3).

SIXTH: The total of the authorized capital stock of the corporation is Sixty Thousand Dollars (\$60,000.00) par value, of which Forty Thousand Dollars (\$40,000.00) par value, divided into four hundred (400) shares of the par value of One Hundred Dollars (\$100.00) each, is Preferred stock and Twenty Thousand Dollars (\$20,000.00) par value, divided into two thousand (2,000) shares of the par value of Ten Dollars (\$10.00) each, is Common stock.

Stockholders shall have a preemptive right to

subscribe, pro rata in proportion to the number of shares held by each respectively, to all issues of shares, option rights or securities having conversion or option rights, at the price and upon terms duly fixed by the Board of Directors, before any such shares, option rights or securities may be offered for subscription to any other person or persons.

SEVENTH: The following is a description of each class of the stock of the corporation with the preferences, voting powers, restrictions and qualifications thereof:

The Preferred stock shall entitle the holders thereof to receive, as and when declared by the Board of Directors, a cumulative dividend at the rate of, but never exceeding, four per cent. (4%) per annum, payable quarterly on such dates as the Board of Directors shall determine, before any dividend shall be set apart or paid on the Common stock.

After the full cumulative dividend on the Preferred stock for any year, and all arrearages of dividends thereon for preceding years, if any, shall have been paid, or set apart for payment, the remaining net profits shall be allocated as follows: (a) not less than 25% into a sinking fund, which fund shall be kept separate and apart from all other funds of the corporation, the sole purpose of which shall be for the redemption and cancellation of Preferred stock either by call, or by purchase when and if such stock is offered to the corporation and such purchase and the price at which the stock is offered are, in the discretion of the Board of Directors, in the best interest of the corporation; and (b) thereafter as dividends in such year in the discretion of the Board of Directors to the

holders of Common stock, in accordance with their respective shares, provided, however, that so long as any Preferred stock remains outstanding, not more than 50% of the net earnings in any one year after all charges (including allocations to the Sinking Fund), taxes, and Preferred dividends shall be declared and paid in dividends on the Common stock.

The holders of the Preferred stock shall, in case of liquidation or dissolution of the corporation (whether voluntary or involuntary), before any amount shall be paid to the holders of the Common stock, be entitled to be paid the par value of their shares and dividends accumulated and unpaid thereon, if any, but shall not participate further in the distribution of the assets of the corporation.

Such Preferred stock, at the discretion of the Board of Directors, shall be subject to redemption and cancellation in whole or in part, on ninety days' written notice to the holders thereof, at One Hundred Ten Dollars (\$110.00) per share plus dividends accumulated and unpaid thereon, if any. In case less than all of the outstanding Preferred stock shall be called for redemption at any one time, the shares so to be redeemed and cancelled shall be selected in such manner as the Board of Directors shall determine.

The voting power of the stockholders, except as herein or by statute otherwise provided, shall be vested in the holders of the Common stock, provided, however, that whenever the corporation shall fail to declare and pay in full the cumulative dividend on the Preferred stock for any two consecutive quarterly periods then the holders of the Preferred stock shall have equal voting power with the holders of the Common stock,

share and share alike, in all matters, including the election of directors, and such equal voting power shall continue until all arrearages of dividends on the Preferred stock shall have been declared and paid in full.

EIGHTH: Subject to the preemptive rights of stockholders, the Board of Directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of its stock and securities convertible into shares of its stock for such 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.

NINTH: The directors shall have power, if the By-Laws so provide, to hold their meetings either within or without the State of Maryland; and the corporation may have one or more offices in addition to the principal office in Maryland, and keep its books (subject to the provisions of the statutes) outside of the State of Maryland at such places as may from time to time be designated by the Board.

TENTH: The duration of the corporation shall be perpetual.

ELEVENTH: In addition to the power and authority by statute expressly conferred upon them, 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 these Articles, and to any by-laws from time to time made by the stockholders; provided, however, that no by-law so made shall invalidate any prior act of the directors which would have been

valid if such by-law had not been made.

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

THIRTEENTH: The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter pre-

scribed 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 on the 30th day of April, 1957.

Albert H. Murphy
ALBERT H. MURPHY

WITNESS:

Elizabeth M. Whyte
ELIZABETH M. WHYTE

Elizabeth M. Coady
AS TO ALL

Margaret M. Kerper
MARGARET M. KERPER

COMMONWEALTH OF PENNSYLVANIA)
) SS.
COUNTY OF PHILADELPHIA)

I HEREBY CERTIFY That on April 30, 1957, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared ALBERT H. MURPHY, ELIZABETH M. WHYTE and MARGARET M. KERPER, who severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal.

Elizabeth M. Coady
Notary Public

Notary Public, Philadelphia, Philadelphia Co.
My Commission Expires December 17, 1960

ARTICLES OF INCORPORATION
OF
SPORTS AND SPECIALTIES SHOP, INC.

approved and received for record by the State Tax Commission of Maryland,
May 28, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 9344

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

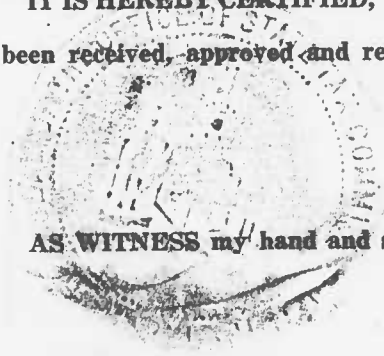
Recorded in Liber F-39, folio 144, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 22.00

To the clerk of the Circuit Court of Talbot County

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

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



[Handwritten Signature]
Secretary

September 58 9:00 A. 23rd
JTB 9
Corporation

John T. Baynard

ARTICLES OF INCORPORATION

OF

TALBOT INDUSTRIAL REALTY COMPANY

THIS IS TO CERTIFY:

FIRST: That we, the incorporators, Mary I. Brooks,
7720-D Stockton Avenue, Pennsauken, New Jersey,

Alice J. Brown,
220 North Brookfield Road,addonfield, New Jersey, and

Emmanuel Liebman,
714 Market Street, Camden 2, New Jersey, are at least twenty-one
years of age and do under and by virtue of the General Laws
of the State of Maryland, associate ourselves with the
intention of forming a corporation.

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

TALBOT INDUSTRIAL REALTY COMPANY.

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

1. To acquire by purchase or otherwise, maintain,
develop, manage, sell, convey, rent, lease, mortgage,
exchange, improve and deal in real estate and real
property or any interests and rights therein.

EMMANUEL LIEBMAN
LAW OFFICES
CAMDEN, NEW JERSEY

Examined and mailed by Emanuel Jackson, Jr. St. Michaels Rd. Easton, Md 12-5-58

2. To acquire by purchase or otherwise and hold for investment, deal with, pledge, mortgage, sell, exchange or otherwise dispose of any stocks, bonds, debentures, shares or securities issued or having any guarantee by any government, municipality, trust, local authority or other body, incorporated or unincorporated, public or private, of the United States or in any country or state under the protection of the United States, or any stocks, bonds, debentures, shares or securities issued or having any guarantee by any corporation or company incorporated, constituted or carrying on business in the United States or elsewhere and in respect thereof to exercise all rights, powers and privileges of individual ownership.

3. To manufacture, purchase or otherwise acquire, hold, own, sell, assign or transfer, invest, deal in and deal with goods, wares and merchandise and any articles of commerce whatsoever.

4. To pay for any property, rights or interests acquired by the Corporation in money or other property, rights or interests, or by assigning, issuing or delivering in exchange therefor its own stock, bonds, debentures, notes and/or other obligations, secured or unsecured and however evidenced, convertible into stock or not so convertible, upon any terms and in any lawful manner.

FOURTH: The post office address of the place at which the principal office of the Corporation in the State of Maryland will be located is St. Michaels Road, Easton, Maryland, and the name of the resident agent of the Corporation in the State of Maryland is Samuel Jackson, Jr., who is a citizen of Maryland, actually residing therein and whose post office address is St. Michaels Road, Easton, Maryland.

FIFTH: The Corporation shall have three (3) directors, and Samuel Jackson, Jr., Catherine B. Jackson

and Mary L. Butler shall act as such until the first annual meeting or until their successors are duly chosen and qualify.

SIXTH: The total amount of authorized capital stock of the Corporation is One Hundred Thousand Dollars (\$100,000.00) par value, divided into Ten Thousand (10,000) shares of the par value of Ten Dollars (\$10.00) each.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Board of 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, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such considerations as the Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

The Board of Directors may classify or reclassify any shares of any class of stock then authorized but unissued 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: In case the Corporation enters into contracts or transacts business with one or more members of its Board of Directors, or with any firm of which one or more members of its Board of Directors are associated, or with any other corporation or association of which one or more members of its Board of Directors are stockholders, directors or officers, such contract or transaction shall not be invalidated or in anywise affected by the fact that such director or directors have or may have interest therein which are or might be adverse to the interests of the Corporation, even though the vote of the director or directors having such adverse interest shall have been necessary to obligate the Corporation upon such contract or transaction, and even though the fact of such interest was not disclosed to the other directors or stockholders acting upon or in reference to such contract or transaction. No director or directors having such adverse interest shall be liable to the Corporation or to any stockholder or creditor thereof or to any other person for any loss incurred by it under or by reason of any such contract or transaction, nor shall any such director or

directors be accountable for any gains or profits realized thereon.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 18th day of June, 1957.

Mary I. Brooks L. S.
Mary I. Brooks

Alice J. Brown L. S.
Alice J. Brown

Emmanuel Liebman L. S.
Emmanuel Liebman

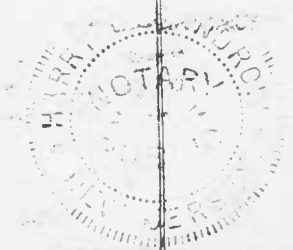
Signed, sealed and delivered
in the presence of

Henry J. Anderson

STATE OF NEW JERSEY :
 : SS
COUNTY OF CAMDEN :

I HEREBY CERTIFY, that on the 18th day of June, 1957, before me, the subscriber, a notary public of the State of New Jersey, personally appeared Mary I. Brooks, Alice J. Brown and Emmanuel Liebman 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.



Henry J. Anderson

NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Nov. 24, 1959

ARTICLES OF INCORPORATION
OF
TALBOT INDUSTRIAL REALTY COMPANY

approved and received for record by the State Tax Commission of Maryland,
June 19, 1957 at 11:16 o'clock A. M. as in conformity
with law and ordered recorded.

A 9582

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-41, folio 461, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 12.00

To the clerk of the Circuit Court of Talbot County

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

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

[Handwritten Signature]
Secretary

November 58 9:00 A.
JTB

Corporation

John T. Baynard

CERTIFIED COPY OF RESOLUTIONS OF BOARD OF DIRECTORS
OF
ATLAS LOAN SERVICE, INC.

I, FRANCES D. HOYT, do hereby certify that I am the
duly elected, qualified and acting secretary of ATLAS LOAN
SERVICE, INC., and that at a meeting of the board of directors
of said corporation, held on the 14th day of June, 1957, the
following resolutions were adopted, which said resolutions remain
in full force and effect:

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

FURTHER RESOLVED, that the principal office of this
corporation be, and it is hereby, changed from 229 East
Baltimore Street, Baltimore 2, Maryland, to National Bank
Building, Easton, Talbot County, Maryland.



F. D. Hoyt
Secretary

*Examined & Mailed by F. D. Hoyt, Easton National Bank Bldg.
Easton, Md. 12-5-57*

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

ATLAS LOAN SERVICE, INC.

received for record July 1, 1957 at , at 10:30 AM.

and recorded in Liber No. *F-43* Folio No. *299* one of

the charter records of the State Tax Commission of Maryland.

Clerk of the Circuit Court of Talbot County

AA N^o 1701

Recording Fee Paid \$2.00

State of Maryland, Talbot County, Talbot:
Received for record July 1st day of
July 1957 at 10:30 AM
per Atlas Loan Service, Inc. recorded and
same day filed in Liber No. 1701
of the
Department Record Books of
Talbot County
*per: *John B. Bagwood**
Clerk
Recording Fee Paid

November 58 9:00 A.
JTB 9

Corporation

John T. Baynard

THE STATE TAX COMMISSION OF MARYLAND

hereby gives notice that ARTICLES OF DISSOLUTION of the
SCHOOL BUS DIVISION, INCORPORATED

were received for record on July 19, 1957, 1957,
in accordance with the provisions of Sec. 72 of Art. 23 of the
Code (1951 Edition).

JOHN W. LOGAN

Commissioners.

SCHOOL BUS DIVISION, INCORPORATED

ARTICLES OF DISSOLUTION

School Bus Division, Incorporated, a Maryland corpor-
ation having its principal office in Talbot County, Maryland
(hereinafter called the Corporation), hereby certifies to the
State Tax Commission of Maryland, that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as herein-
above set forth, and the post office address of the principal
office of the Corporation in the State of Maryland is Claiborne,
Talbot 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
and thereafter until the affairs of the Corporation are wound
up, is Thomas O. Probey, Claiborne, Talbot County, Maryland.
Said resident agent is an individual actually residing in
this State.

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

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
Thomas O. Probey	Claiborne, Maryland.
Regina Kangman	Claiborne, Maryland.
William Reddie	Easton, Maryland.

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>
Thomas O. Probey	President	Claiborne, Maryland.
Regina Kangman	Secretary	Claiborne, Maryland.
Regina Kangman	Treasurer	Claiborne, Maryland.

SIXTH: A majority of the entire board of directors,
at a meeting of the board of directors of the Corporation duly

James D. Ward & William Reddie 7-17-57

convened and held on July 5, 1957, 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 July 15, 1957.

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 two-thirds of all the votes entitled to be cast thereon.

NINTH: The dissolution of the Corporation has been duly advised by the board of directors and authorized by the stockholders of the Corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland.

TENTH: The Corporation has no known creditors.

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

NONE

IN WITNESS WHEREOF, School Bus Division, 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 16th day of

July, 1957.

ATTEST:

SCHOOL BUS DIVISION, INCORPORATED

Regina Kangman
Regina Kangman - Secretary

BY Thomas O. Probey
Thomas O. Probey - President

STATE OF MARYLAND,
COUNTY OF TALBOT, ss:

I HEREBY CERTIFY, That on this 16th day of July,
1957, before me, the subscriber, a Notary Public of the State of
Maryland in and for the County of Talbot, personally appeared
Thomas O. Probey, President of School Bus Division, 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 at the same
time personally appeared Regina Kangman, and made oath in due
form of law that she was secretary of the meeting of the stock-
holders 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.

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

J. Otis Jones
T. Otis Jones - Notary Public





STATE OF MARYLAND
STATE TAX COMMISSION
31 LIGHT STREET
BALTIMORE-2

COMMISSIONERS
OWEN E HITCHINS
JOHN WOOD LOGAN
ALBERT W WARD
SECRETARY

THIS IS TO CERTIFY that according to the records of the
State Tax Commission, assessments of personal property taxable to

SCHOOL BUS DIVISION, INCORPORATED

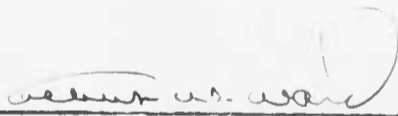
a Maryland corporation, have been certified to the following counties
and cities for the collection of taxes thereon, which taxes are not
barred by Section 210 of Article 81 or otherwise:

NONE

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

WITNESS my hand and the Seal of the State Tax Commission
of Maryland, at Baltimore, this 23rd day of May, 1957.




Albert W. Ward
Secretary



Office of Comptroller
Treasury Department
Annapolis, Maryland

A. Millard Tamm
Comptroller
Joseph O. McCusker
Chief Deputy

THIS IS TO CERTIFY, That the books of the
State Comptroller's Office show that all taxes and
charges due the State of Maryland, payable through
the said office as of the date hereof by
SCHOOL BUS DIVISION, INCORPORATED
have been paid.

WITNESS my hand and official seal this
twenty-sixth day of June A. D. 1957.



A. Millard Tamm
Comptroller

ARTICLES OF DISSOLUTION
OF
SCHOOL BUS DIVISION, INCORPORATED

approved and received for record by the State Tax Commission of Maryland,
July 19, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 9940

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-45, folio 334, one of the Charter Records of the State Tax
Commission of Maryland.

Special
Fee
~~Noted/tax~~ paid \$ 10.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Talbot County

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

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

.....
Secretary

December 58 4:00 P.
JTB 9

Corporation

John T. Baynard

ARTICLES OF INCORPORATION

OF

THE NATIONAL ASSOCIATION OF CITIZENS FOR SAFETY, INCORPORATED

FIRST: We, the undersigned, Leland W. Hook whose post office address is Easton, Maryland ; Paul I. Brown whose post office address is Easton, Maryland ; and Annice E. Fike whose post office address is Cordova, Maryland , each being at least twenty one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Association) is The National Association of Citizens for Safety, Incorporated.

THIRD: The purposes for which the Association is formed are as follows: To organize and operate an association for the promotion of highway safety, no part of the net earnings of which is to inure to the benefit of any member, or other individual.

(a) The Association is formed to promote safety on the public highways through the examples set by its members and its cooperation with official law enforcement agencies. Its members will be identified by the display of an emblem to be adopted by the Association.

(b) To apply for, obtain, purchase, or otherwise acquire, any patents , copyrights, licenses, trademarks, tradenames, rights, processes, 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.

FOURTH: The postoffice address of the principal office of the Corporation in this State is 23 East Dover Street, Easton. The resident agent of the Association is Edward Fenimore, whose postoffice address is 23 East Dover Street, Easton. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Association is not authorized to issue any capital stock. The Board of Directors may choose the first members in accordance with the By-Laws. Members may resign or be removed, vacancies may be filled and

*Examined and marked to Edward Fenimore
23 E. Dover St.
Easton, Md. 12-5-58*

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: ^{MINIMUM OF THREE AND A} The Association shall have a maximum of Seven Directors and Leland W. Shook, Paul I. Brown, and Annice E. Fike shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on August 27, 1957.

WITNESS:

Leland W. Shook as to Leland W. Shook
Leland W. Shook
Paul I. Brown as to Paul I. Brown
Paul I. Brown
Annice E. Fike as to Annice E. Fike
Annice E. Fike

State of Maryland) ss
County of Talbot)

This is to certify, that on August 27, 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Leland W. Shook, Paul I. Brown, Annice E. Fike, and acknowledged the foregoing Articles of Incorporation to be their respective act.

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



H. E. Trippe

Notary Public

My commission expires:

May 4, 1959

OFFICE OF RECORDS & ADMINISTRATION
OF
THE NATIONAL ASSOCIATION OF GIBBS'S FIRE SAFETY, INCORPORATED

approved and received for record by the State Tax Commission of Maryland,
August 27, 1957 at 3:35 o'clock P. M. as in conformity
with law and ordered recorded.

A 10330

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-50, folio 89, one of the Charter Records of the State Tax
Commission of Maryland.

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

To the clerk of the Circuit Court of Baltimore County

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

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

[Handwritten Signature]
Secretary

16th

December 58 10:00 A.

JTB 9

Corporation

John T. Baynard

CERTIFICATE OF MERGER

I, the undersigned, William H. Kirkwood, Jr., Bank Commissioner of Maryland, do hereby certify that the Randallstown Bank, Randallstown, Baltimore County, Maryland, has been duly merged into the Maryland Trust Company, Baltimore, Maryland, the resulting institution, and I do further certify that the name of the resulting bank is Maryland Trust Company, with the principal office situated at Calvert and Redwood Streets, Baltimore, Maryland; and that the said merger shall be and become effective as of December 6, 1957, at 2:00 P.M., Eastern Standard Time.

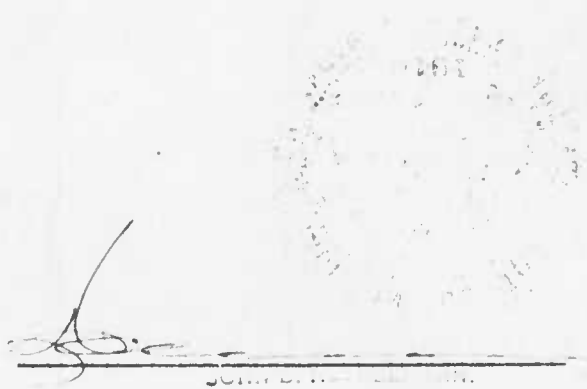
WITNESS my hand and official seal, the 3rd day of December, 1957.

(SEAL)

William H. Kirkwood, Jr.,
Bank Commissioner of Maryland.

I hereby certify that the foregoing is a true copy of the Certificate of Merger therein referred to, filed in the office of the Bank Commissioner of Maryland.

December 12, 1957



Examined and mailed to Maryland Trust Co., Calvert & Redwood Sts. Baltimore Md. 7-1-59

State of Maryland, Talbot County, Talbot, 20th

January A.D. 1958 at 9:00 o'clock A.M.

and day recorded in Liber J.T.B. No. 9

Corporation Record Books of Talbot County.

Attest John T. Baynard
Clerk.

EASTON LODGE NO. 1520, LOYAL ORDER OF MOOSE, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, CHARLES H. CAULK, JR., CLIFFORD BOZMAN, and JOHN CANNON, each and every one residing in Talbot County, State of Maryland, and all being of full legal age, do hereby associate ourselves with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is EASTON LODGE NO. 1520, LOYAL ORDER OF MOOSE, INC.

THIRD: The purpose for which this Corporation is formed is to give corporate existence to the members of a fraternal lodge association known as Easton Lodge No. 1520, Loyal Order of Moose, for the sole purpose of operating a club and social or lodge rooms; to purchase, take, hold, lease, rent, sell or mortgage, real and personal property for the purpose of owning or operating a social club or lodge rooms, and to do all things incidental, necessary or convenient in the carrying out of the foregoing purposes. It is no part of the purpose of this Corporation to have any part whatever in the exercise of the powers granted to said Easton Lodge No. 1520, by the Supreme Lodge of the World, Loyal Order of Moose, or by the Fraternal System known in the aggregate as the Loyal Order of Moose, to operate a secret society or lodge under the laws and rituals of the said Loyal Order of Moose. The sole purpose of the corporation is to exercise property rights with reference to a social club or lodge rooms; and for the general objects and purposes as above mentioned and described, to exercise any or all of the following powers:

- (1) To take, hold, deal in, lease, pledge, mortgage, sell, exchange, transfer, trade in, or in any lawful manner whatever, acquire

*Examined and mailed to Easton Lodge, No. 1520, Loyal Order of Moose, Inc.,
Route 50, Easton, Md. 12-5-58*

or dispose of real or personal property, within or without the State of Maryland, or wherever situated.

- (2) In furtherance of any of the objects or purposes of the Corporation, to take, receive, hold, invest, use, dispose of, and otherwise deal with, as Agent or Trustee, any property, real or personal, which the Corporation may, as Agent or Trustee, acquire by gift, deed, devise, bequest or other manner.
- (3) To borrow money for its corporate purposes, and to make, accept, execute and issue bonds, notes, bills of exchange and other obligations, and to mortgage, pledge, hypothecate, any stocks, bonds, or other evidences of indebtedness on any other property held by it or in which it may be interested.
- (4) To do any other matter or thing which may directly or indirectly affectuate the aforementioned objects or any of them.
- (5) In addition to the aforementioned powers, the Corporation shall, at all times, have and enjoy all of the rights, privileges, powers and immunities provided under the Laws of Maryland.

FOURTH: The post office address of the place at which the principal office of the Corporation in the State of Maryland will be located is Easton, Talbot County, Maryland.

The Resident Agent of said Corporation is John Cannon, whose post office address is Easton, Talbot County, Maryland; and said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The membership of said Corporation shall consist only of the members in good standing of said fraternal lodge association known as Easton Lodge No. 1520, Loyal Order of Moose, and none other. Acquisition of membership in the said fraternal lodge association known as Easton Lodge No. 1520, Loyal Order of Moose, shall carry with it ipso facto membership in this Corporation, and there shall be no other way or means of becoming a member of this Corporation. Membership in this Corporation shall cease whenever membership ceases in the said fraternal lodge association known as Easton Lodge No. 1520,

Loyal Order of Moose, and the occurring of any event which will bring about the cessation of membership in the said fraternal lodge association known as Easton Lodge No. 1520, Loyal Order of Moose, shall ipso facto work cessation of membership in this Corporation, and the dissolution for any cause whatsoever of the said fraternal lodge association as a fraternal lodge of that system of lodges known in the aggregate as the Loyal Order of Moose, shall forthwith work a dissolution of this Corporation, and in such event, the affairs of this Corporation shall be wound up and terminated in accordance with the laws of this State.

Additional members of said Lodge as hereby incorporated shall be admitted, as provided by the laws of the Order, according to the provisions of the Constitution and By-Laws of said incorporated Lodge.

SIXTH: The Directors of this Corporation shall be nine (9) in number and shall consist of the duly qualified and acting lodge officers from year to year; and the Directors for the first year and until their successors are selected and qualified, shall be as follows: Charles H. Caulk, Jr., Governor; Clifford Bozman, Junior Governor; James Brogley, Jr., Prelate; Carl Snowberger, Treasurer; John Cannon, Secretary; James M. Mann, Past Governor; Maurice L. Price, Trustee; Robert Marshall, Trustee; Glenn Smith, Trustee.

SEVENTH: That said Corporation has no stock or shares and is not organized or operated for profit but solely for the pursuit and accomplishment of the objects and purposes hereinbefore set forth.

EIGHTH: This Corporation is to have perpetual existence.

IN TESTIMONY WHEREOF, we, the subscribers, have hereunto set our hands this 1st day of August, A.D., in the year one thousand nine hundred and fifty-seven.

WITNESS as to all Incorporators:

Charles H. Caulk, Jr.
Charles H. Caulk, Jr.

Walter W. Blaylock Clifford Bozman
Clifford Bozman

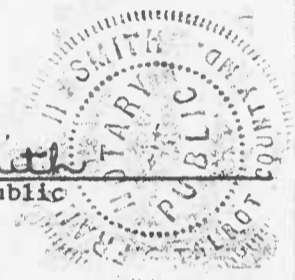
John Cannon
John Cannon

STATE OF MARYLAND, COUNTY OF TALBOT, to wit:

I HEREBY CERTIFY, That on this 1st day of August,
A.D., in the year one thousand nine hundred and fifty-seven, before me, the
subscriber, a Notary Public of the State of Maryland, in and for Talbot County
aforesaid, personally appeared CHARLES H. CAULK, JR., CLIFFORD BOZMAN, and
JOHN CANNON, and severally acknowledged the foregoing Articles of Incorporation
to be their act.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and
year first above written.

James H. Smith
Notary Public



My Commission Expires: May 4, 1959

NSJ

LIBER 9 PAGE 185
ARTICLES OF INCORPORATION
OF

EASTON LODGE NO. 1520, LOYAL ORDER OF MOOSE, INC.

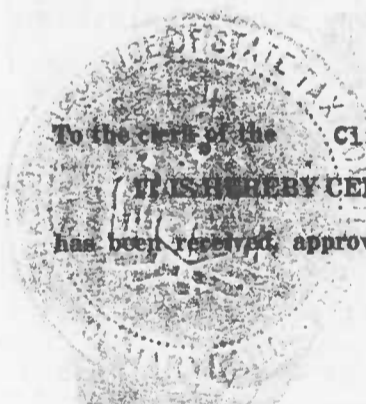
approved and received for record by the State Tax Commission of Maryland,
September 24, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 10649

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-53, folio 501, one of the Charter Records of the State Tax
Commission of Maryland.

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



To the clerk of the Circuit

Court of

Talbot County

THIS IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

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

[Handwritten Signature]
Secretary

State of Maryland: Talbot County, Town of ... 20th
January A.D. 19 58 at 9:00 o'clock A.M.

same day recorded in Liber J.T.B. No. 9
Corporation Record Books of Talbot County.

Per John T. Baynard
Clerk.

LANDON AND WILLIS, INC.

ARTICLES OF INCORPORATION

FIRST: That we, the subscribers, T. Hughlett Henry, whose post office address is Easton, Maryland, T. Hughlett Henry, Jr., whose post office address is Easton, Maryland, and William H. Adkins, II, whose post office address is Easton, 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.

SECOND: The name of the Corporation (which is herein-after called the Corporation) is:

LANDON AND WILLIS, INC.

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

To buy, sell, raise, produce, manufacture, advertise, market or otherwise deal in or with eggs, baby chicks, chickens, poultry of all kinds, feeds, grains, vaccine and other medicines for chickens, chemicals used in the production of eggs, chickens, chicken feeds, feeds and grains; and the products and by-products of the hatchery, broiler or feed and grain businesses; and generally to engage in and carry on the business of a hatchery, chicken and poultry grower, poultry and livestock feed manufacturer and merchant and any other business related to any of the aforesaid purposes.

To bargain for, buy, hold, store, hypothecate, mortgage, pledge, warehouse, sell or otherwise in every way dispose of or deal with eggs, poultry, feeds and grains and the by-products thereof, and to mix, manufacture, experiment with, and in any way create or make new methods of production,

Examined and mailed to J. McHenry Willis, Jr., Easton, Md. 12-5-58

new products or new by-products relating to the same.

To merchandise, advertise, or otherwise deal in any of the products or by-products of any of said businesses either as retailer, wholesaler, or agent. And to conduct any of its business interests either directly as proprietor or lessee, or indirectly through agents, salesmen, employees or attorneys.

To acquire by purchase, lease or otherwise all types of buildings, hatcheries, bins, elevators, warehouses, factories and real and personal property of all kinds for cash or partly for cash or for securities of the Corporation, and to hold, improve, sell, convey, assign, release, mortgage, incumber, lease or otherwise deal with such property.

To acquire by purchase, lease or otherwise, hold, own, sell, convey and otherwise deal in, real estate, property rights, business, good will, franchises, and assets of every kind of any corporation, association, partnership, firm or individual carrying on, in whole or in part, the aforesaid business or any other business, in whole or in part, that the Corporation may be authorized to carry on; and to pay for the same in cash, stock or bonds of the Corporation, or otherwise in the manner provided by the Statutes 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 and purposes, to enhance the value of its property and rights, or to facilitate the transaction of its aforesaid business, in whole or in part.

To conduct its business in the State of Maryland and elsewhere, including States and Territories of the United States and any foreign countries, provided that, in the transaction of its business, the Corporation shall be subject to the laws and statutes of each State or foreign country in which the same may be transacted or its property may be located.

FOURTH: The post office address of the principal office of the Corporation in this State is Easton, Maryland. The name and post office address of the resident agent of the Corporation in this State is J. McKenny Willis, Jr., Easton, Maryland. Said resident agent is an individual and actually resides in the State of Maryland.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Two Thousand Five Hundred (2,500) Shares, par value of One Hundred (\$100.00) Dollars per share, having an aggregate par value of Two Hundred Fifty Thousand (\$250,000.00) Dollars, all of which shares are of one class and are designated as Common stock.

SIXTH: The number of directors of the Corporation shall be not less than three (3) nor more than ten (10), which number may be increased or decreased, pursuant to the By-Laws of the Corporation, but shall never be less than three (3), and the names of the directors who shall act until the first annual meeting, or until their successors are duly chosen and qualify, are J. McKenny Willis, Jr., Charles N. Landon and Robert T. Dryden.

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

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, 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) The Board of Directors of the Corporation is hereby empowered to authorize the purchase by the Corporation out of its surplus, at such time or times and in such amounts, as it shall deem advisable, shares of its own stock of any class, whether now or hereafter authorized, and securities convertible into shares of its own stock whether now or hereafter authorized, at such price or prices as the Board of Directors shall deem to be the fair market value thereof; such purchase or purchases to be for the purpose of resale, reissue or retirement as the said Board may determine.

(3) The Board of Directors of the Corporation may classify or reclassify any unissued shares of stock of any class, whether now or hereafter authorized, 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: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on the 24th day of September, 1957.

Witness:

T. Hughlett Henry
T. Hughlett Henry

T. Hughlett Henry, Jr.
T. Hughlett Henry, Jr.

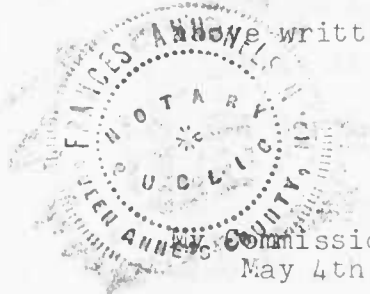
Frances Ann Nelson

William H. Adkins, II
William H. Adkins, II

STATE OF MARYLAND, COUNTY OF TALBOT, ss:

I HEREBY CERTIFY, That on this 24th day of September, 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for Queen Anne's County, personally appeared T. Hughlett Henry, T. Hughlett Henry, Jr. and William H. Adkins, II, 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.



Frances Ann Nelson
Notary Public

Commission Expires:
May 4th, 1959

LIBER 9 PAGE 190
ARTICLES OF INCORPORATION
OF
LONDON AND WILLIS, INC.

approved and received for record by the State Tax Commission of Maryland,
September 25, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 10650

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber _____
F-53, folio 506, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 50.00 Recording fee paid \$ 10.00



To the clerk of the Circuit

Court of Talbot County

THIS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

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

[Handwritten Signature]
Secretary

State of Maryland, Talbot County, Town of Easton, recorded the 20th
January A.D. 1958 at 9:00 o'clock A.M.
same day recorded in Liber J.T.B. No. 9
Corporation Record Books of Talbot County.

Per John T. Baynard
Clerk

THE STATE TAX COMMISSION OF MARYLAND

hereby gives notice that ARTICLES OF DISSOLUTION of the
AERIAL SPRAY COMPANY OF MARYLAND, INC.

were received for record on September 9, 1957, 1957,
in accordance with the provisions of Sec. 72 of Art. 23 of the
Code (1951 Edition).

OLEN E. KITCHINS
JOHN WOOD LOGAN
Commissioners.

AERIAL SPRAY COMPANY OF MARYLAND, INC.

ARTICLES OF DISSOLUTION

Aerial Spray Company of Maryland, Inc., a Maryland
Corporation having its principal office in Talbot County, Mary-
land, (hereinafter called the Corporation), hereby certifies
to the State Tax Commission of Maryland that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as herein-
above set forth, and the post office address of the principal
office of the Corporation in the State of Maryland is Easton,
Talbot 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 dissolu-
tion and thereafter until the affairs of the Corporation are
wound up are: Norman A. Murphy, Easton, Talbot County, Mary-
land. 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 is as follows:

Name	Post office address
Norman A. Murphy	Easton, Maryland
Betty J. Murphy	Easton, Maryland
Geroge W. Murphy, Jr.	1201 Chestnut Street Burlington, New Jersey

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

Name	Title	Post office address
Norman A. Murphy	President	Easton, Maryland
George W. Murphy, Jr.	Vice-President	1201 Chestnut Street Burlington, New Jersey

Examined & mailed to Norman A. Murphy, Easton, Md. 7-1-57

Betty J. Murphy Secretary Easton, Maryland
Betty J. Murphy Treasurer Easton, Maryland

SIXTH: A majority of the entire board of directors, at a meeting of the board of directors of the Corporation duly convened and held on July 11, 1957, adopted a Resolution declaring that dissolution of the Corporation is advisable and directing that the proposed dissolution be submitted for action thereon to the stockholders of the Corporation, pursuant to the provisions of Article 23, Section 43, Annotated Code of Maryland (1951).

SEVENTH: A consent in writing to the dissolution of the Corporation was signed by the sole stockholder of the Corporation, such consent is filed with the records of the Corporation, and the dissolution of the Corporation has been duly advised by the board of directors and authorized by the sole stockholder of the Corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland.

EIGHTH: Notice that dissolution of the Corporation had been duly authorized pursuant to Article 23 of the Annotated Code of Maryland was mailed on July 11, 1957, to all known creditors of the Corporation.

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

Treasurer of Talbot County, Maryland.

IN WITNESS WHEREOF, Aerial Spray Company 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 affixed and attested by its Secretary, on September 6, 1957.

AERIAL SPRAY COMPANY OF MARYLAND, INC.

By Norman A. Murphy
Norman A. Murphy
President

ATTEST:

Betty J. Murphy
Betty J. Murphy
Secretary

STATE OF MARYLAND

TALBOT COUNTY, to wit

I HEREBY CERTIFY, That on September 6, 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for Queen Anne's County, personally appeared NORMAN A. MURPHY, President of Aerial Spray Company of Maryland, Inc., 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 also personally appeared BETTY J. MURPHY 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 dissolution of the Corporation therein set forth was authorized, and that the matters and facts set forth in said Articles of Dissolution are true to the best of her knowledge, information and belief.

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

My Commission Expires:
May 4, 1959

Frances Ann Nelson
Notary Public



LIBER 9 PAGE 194
 Office of Comptroller
 Treasury Department
 Annapolis, Maryland

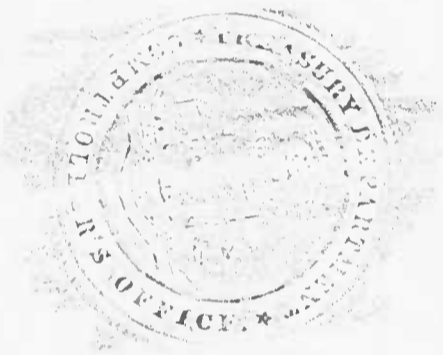
J. Millard Taves
 Comptroller
 Joseph O.C. McCusker
 Chief Deputy

THIS IS TO CERTIFY, That the books of the
 State Comptroller's Office show that all taxes and
 charges due the State of Maryland, payable through
 the said office as of the date hereof by

AERIAL SPRAY COMPANY OF MARYLAND, INC.

have been paid.

WITNESS my hand and official seal this
 fifth day of September A. D. 1957.



J. Millard Taves
 Comptroller



COMMISSIONERS OF TALBOT COUNTY, MARYLAND

OMER DULIN, SR., PRESIDENT
 WILSON M. JARBOE
 H. T. SLAUGHTER

W. FRAMPTON CARROLL, TREASURER AND CLERK

EASTON, MD.

September 6, 1957

This is to certify that the books of the County
 Commissioners of Talbot County show that all Taxes and
 charges due this office as of the date hereof by

AERIAL SPRAY COMPANY OF MARYLAND, INC.

have been paid.

WITNESS my hand and official seal this 6



day of September, 1957.

W. Frampton Carroll
 W. FRAMPTON CARROLL
 Treasurer of Talbot County

LIBER 9 PAGE 195
ARTICLES OF DISSOLUTION

OF

AERIAL SPRAY COMPANY OF MARYLAND, INC.

approved and received for record by the State Tax Commission of Maryland,
September 9, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 10453

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-52, folio 17, one of the Charter Records of the State Tax
Commission of Maryland.

Special Fee
/Bonus tax paid/ \$ 10.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Talbot County

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

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

Secretary

20th

January 58 9:00 A.

J.T.B. 9

Corporation

John T. Baynard

W. A. TURNER & SON, INC.

ARTICLES OF INCORPORATION

First: We the undersigned, Sarah J. Turner, whose Post Office address is Post Office Box 50, Bellevue, Maryland, John W. Turner, whose Post Office address is Post Office Box 50, Bellevue, Maryland, and Samuel E. Turner, whose Post Office address is Post Office Box 54, Bellevue, Maryland, each being at least 21 years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation by the execution and filing of these Articles, 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

W. A. TURNER & SON, INC.

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

(a) To buy, sell, catch or take, import, export, merchandize, warehouse, distribute and process by either canning, freezing or pasteurizing and to deal generally with any and all seafood, agricultural products and by-products of every kind and form, and other personal property.

(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 all types of improved and unimproved real property wherever situated.

(d) To carry on and transact, for itself or for the account of others,

Articles filed to W.A. Turner & Son, Inc., P.O. Box 50, Bellevue, Md. 12-5658

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

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

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

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

Fourth: The Post Office address of the principal office of the Corporation in this State is Bellevue, Maryland. The name of the resident agent of the Corporation is John W. Turner, whose Post Office address is Post Office Box 50, Bellevue, Maryland. Said resident agent is a citizen of the State of Maryland and actually residing in the State.

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 Twenty Dollars (\$20.00) a share of all one class designated Common Stock, and having an aggregate value of Twenty Thousand Dollars (\$20,000.00).

Stock is to be transferred only on the books of the Corporation. Prior to transfer, stock must be offered first to the Corporation and second to the other stockholders, pro-rata at its book value as of close of the preceding fiscal year, book value to be determined in accordance with the provisions of the By-Laws.

Sixth: The number of Directors of the Corporation shall be not less

than three nor more than nine. Said number of Directors 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 Sarah J. Turner, John W. Turner and Samuel E. Turner.

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

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock and securities convertible into shares of its stock, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

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

effect as if he were not such director or officer of such other corporation or not so interested.

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

(d) The 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 6th day of September, 1957.

WITNESS

L. Clark Eving

L. Clark Eving

Sarah J. Turner

Sarah J. Turner

John W. Turner

John W. Turner

L. Clark Ewing

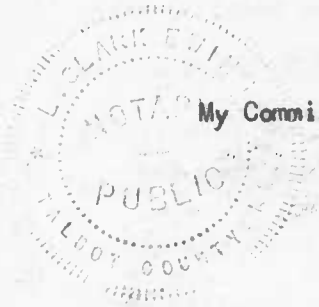
Samuel E. Turner
Samuel E. Turner

STATE OF MARYLAND
COUNTY OF TALBOT, To-Wit:

I HEREBY CERTIFY that on this 16th day of September, 1957,
before me, the subscriber, a Notary Public of the State of Maryland and
for the County of Talbot, personally appeared Sarah J. Turner, John W. Turner
and Samuel E. Turner and severally acknowledged the foregoing Articles of
Incorporation to be their act.

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

L. Clark Ewing
L. Clark Ewing, Notary Public



LIBER 9 PAGE 202
ARTICLES OF INCORPORATION

OF
W. A. TURNER & SON, INC.

approved and received for record by the State Tax Commission of Maryland,
September 8, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 10575

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-53 folio 72, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 12.00

To the clerk of the Court of Talbot County

Circuit

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

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

[Signature]
Secretary

State of Maryland Talbot County Towne Recorded for 10th
April 28 at 9:00 A.M. in the
County of Talbot JTB No. 9
Corporation

John T. Baynard

ARTICLES OF INCORPORATION
OF
VOSHELL'S BOATYARD, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers Frederick Kastel, whose postoffice address is St. Michaels, Maryland, Daisylea Kastel, whose postoffice address is St. Michaels, Maryland, and Wilma B. Willis, whose postoffice address is Trappe, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

VOSHELL'S BOATYARD, INC.

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

(a) To operate, manage and keep a shipyard and marina for building, repair, fitting, mooring and docking of all types of watercraft and to act as a ship chandler including the sale of alcoholic beverages.

(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

*Examined and recorded to Vosshell's Boatyard Inc.
St. Michaels, Md. 12-5-58*

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

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

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

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

(i) To loan or advance money with or without security, without limit as to amount;

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

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

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

The 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 St. Michaels, Maryland. The resident agent of the Corporation is Frederick Kastel, whose postoffice address is St. Michaels, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

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

SIXTH: The Corporation shall have three (3) directors and Frederick Kastel, Daisylea Kastel and Wilma B. Willis shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

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

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

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

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part, of the surplus of the Corporation or of the net profits arising

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

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

(e) No holder of stock of the Corporation, of whatever class, shall sell, assign, pledge or otherwise in any manner dispose of or encumber any of his shares, unless and until he shall have offered to sell his shares at the book value thereof, to be determined as hereinafter provided, first to the Corporation and thereafter to the other stockholders of the Corporation, and they are hereby given an option for successive periods of thirty (30) days from receipt of such offer which said offer shall be made in writing. Book value of shares shall be computed from the books of the Corporation maintained in accordance with general accepted principles of accounting. However, all intangible assets such as good-will, leases, contracts, unfilled orders, patents, trademarks, etc., shall be taken at an aggregate total value of One (\$1.00) Dollar.

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

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering

in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

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

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on September 30th 1957.

WITNESS:

Helen K. Plummer as to
Helen K. Plummer

Frederick Kastel
Frederick Kastel

Helen K. Plummer as to
Helen K. Plummer

Daisy Lea Kastel
Daisy Lea Kastel

Helen K. Plummer as to
Helen K. Plummer

Wilma B. Willis
Wilma B. Willis

STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

THIS IS TO CERTIFY, that on this 30th day of September, in the year one thousand nine hundred and fifty-seven, before me, the subscriber, a Notary Public of the State of Maryland, in and for Talbot County aforesaid, personally appeared Frederick Kastel, Daisy Lea Kastel and Wilma B. Willis and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

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

Helen K. Plummer
Helen K. Plummer, Notary Public



LIBER

9 PAGE 209

ARTICLES OF INCORPORATION
OF
VOSHELL'S BOATYARD, INC.

approved and received for record by the State Tax Commission of Maryland,
October 2, 1957 at 11:20 o'clock A. M. as in conformity
with law and ordered recorded.

A 10754

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

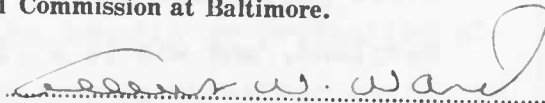
Recorded in Liber F-55, folio 254, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 12.00
~~10.00~~ CAP

To the clerk of the Circuit Court of Talbot County

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

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


Secretary

State of Maryland, Talbot County, Talbot, 10th
April 1958 at 9:00 A.
JTB 346

Land

Per John T. Baynard
Clerk

ARTICLES OF INCORPORATION
OF
THE NORTH BEND COMPANY

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Robert Dixon Bartlett, whose postoffice address is 200 Cedarcroft Road, Baltimore - 12, Maryland, James Dixon Bartlett, whose postoffice address is Caves Road, Owings Mills, Maryland, and John Kemp Bartlett, Jr., whose postoffice address is "Tanglewood", Woodbrook, Baltimore - 12, Maryland, all being of full age, 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.

SECOND: The name of the corporation (which is hereafter called "the Corporation"), is THE NORTH BEND COMPANY.

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows: To acquire, by purchase or otherwise, hold, operate, manage, mortgage, lease, sell, dispose of and otherwise deal in land, buildings and real or personal property within the County of Talbot, and elsewhere in the State of Maryland.

FOURTH: The postoffice address of the place at which the principal office of the Corporation shall be located is

"Tidewater Inn," Easton, Maryland.

The Resident Agent of the Corporation is John Kemp Bartlett, Jr., whose postoffice address is "Tanglewood", Woodbrook, Baltimore - 12, Maryland, and who is a citizen of and an actual resident of the State of Maryland.

FIFTH: The total amount of the authorized capital stock of the Corporation is ONE HUNDRED THOUSAND DOLLARS (\$100,000.00), divided into ONE THOUSAND (1,000) shares, of the par value of ONE HUNDRED DOLLARS (\$100.00) each, all of which shall be common capital stock.

Examined and mailed to The North Bend Company, Tidewater Inn, Easton, Md. 12-5-58

SIXTH: The Corporation shall have four Directors, and

Robert D. Bartlett,
J. Kemp Bartlett, Jr.,
Francis G. Bartlett, and
James D. Bartlett

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

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

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

(2) The Board of Directors of the Corporation is hereby authorized to borrow money, to make and issue promissory notes, bonds, debentures and obligations and evidences of indebtedness of all kinds, whether secured by mortgage, pledge or otherwise, without limitation as to amount, and to secure the same by mortgage, pledge or otherwise.

(3) The Board of Directors of the Corporation is hereby empowered to do all and everything necessary, suitable, convenient or proper for 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 herein named, or which shall at any time appear conducive or expedient for the benefit or protection of the Corporation, with all the powers now or hereafter conferred by the Laws of the State of Maryland upon corporations organized

under the General Laws of the State of Maryland.

IN WITNESS WHEREOF we have signed this Certificate of Incorporation on October 8, 1957.

WITNESS:

Alma L. Randel
Alma L. Randel

Robert Dixon Bartlett
ROBERT DIXON BARTLETT

Alma L. Randel
Alma L. Randel

James Dixon Bartlett
JAMES DIXON BARTLETT

Alma L. Randel
Alma L. Randel

John Kemp Bartlett, Jr.
JOHN KEMP BARTLETT, Jr.

STATE OF MARYLAND)
SS
CITY OF BALTIMORE)

I HEREBY CERTIFY that on this 8th day of October, 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore aforesaid, personally appeared Robert Dixon Bartlett, James Dixon Bartlett and John Kemp Bartlett, Jr., and severally acknowledged the foregoing Certificate of Incorporation to be their act.

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



Alma L. Randel
Notary Public

LBFR 9 PAGE 213
ARTICLES OF INCORPORATION
OF

THE NORTH BEND COMPANY

approved and received for record by the State Tax Commission of Maryland,
October 8, 1957 at 2:11 o'clock P. M. as in conformity
with law and ordered recorded.

A 10789

**APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER**

Recorded in Liber F-55, folio 448, one of the Charter Records of the State Tax
Commission of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

W. W. Ward
Secretary

✓
LIBER 9-Page 214

W. A. TURNER & SON, INC.

STOCK ISSUANCE STATEMENT

W. A. TURNER & SON, INC., a Maryland Corporation having its principal office in Bellevue, Talbot County, Maryland (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The Corporation has authorized the issuance of Four Hundred Eighty-Eight (488) full paid and non-assessable shares of the par value of Twenty Dollars (\$20.00) per share of common stock of the corporation for the following consideration, namely;

The entire assets of the seafood business previously operated by William Aubrey Turner, deceased, said assets being taken over by the corporation at the appraisal value thereof filed in the Orphans' Court for Talbot County, Maryland, which said assets

are as follows:

Boats	\$6,325.00
Motor Vehicles	830.00
Furniture, Equipment & other pers. prop. used in seafood bus.	2,145.00
Accounts receivable	<u>460.00</u>
Total	\$9,760.00

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

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

(c) The issuance of said shares of stock on the terms above set forth was duly authorized by the Board of Directors of the Corporation at a meeting held on September 30, 1957.

Examined and mailed to W. A. Turner & Son, Inc., P.O. Box 50, Bellevue, Md 12-5-58

- 2 -

IN WITNESS WHEREOF, W. A. TURNER & SON, 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 October 9, 1957.



W. A. TURNER & SON, INC.

By John W. Turner
JOHN W. TURNER
President

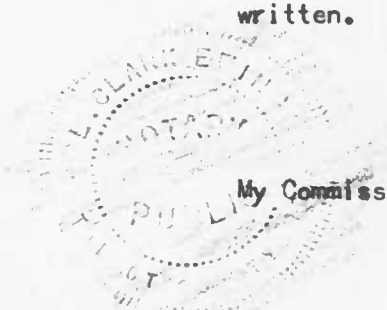
Samuel E. Turner
SAMUEL E. TURNER
Secretary

- 3 -

STATE OF MARYLAND
COUNTY OF TALBOT, ss:

I HEREBY CERTIFY that on October 9 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Talbot, personally appeared John W. Turner, President of W. A. Turner & Son, Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Stock Issuance Statement to be the corporate act of said corporation; and at the same time personally appeared Samuel E. Turner and made oath in due form of law that he was Secretary of the meeting of the stockholders of said corporation at which the issuance of the stock therein mentioned was finally approved, and that the matters and facts set forth in said statement are true to the best of his knowledge, information and belief.

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



L. Clark Ewing
L. Clark Ewing, Notary Public

My Commission Expires May 4, 1959

STOCK ISSUANCE STATEMENT

OF

W.A. TURNER & SON, INC.

approved and received for record by the State Tax Commission of Maryland,
October 10, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 10815

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-56, folio 89, one of the Charter Records of the State Tax
Commission of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

Robert W. Ward
Secretary

State of Maryland,
Talbot County, To-wit:
Received by *10815* day of
April A. D. 1957 at *9:21*
o'clock A. M. to be recorded and
some days thereafter in Liber *F-56*
no. *217* of the
Charter Record Books of
Talbot County,
per *John T. Bernard*
Recording 2:58 PM

State of Maryland, Talbot County, To-wit: Received the 10th

April A.D. 1958, at 9:00 o'clock A. M. to be

recorded in Liber JTB No. 9 folio

Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

ARTICLES OF SALE

BY AND BETWEEN

KIRBY FARMS, INCORPORATED

a Maryland Corporation, Transferor

and

HARRY G. NEUMANN

an individual, of Talbot County, State of Maryland, Transferee

Kirby Farms, Incorporated, a Maryland Corporation having its principal office in Talbot County, Maryland (hereinafter called Transferor) and Harry G. Neumann, of Talbot County, State of Maryland, (hereinafter called Transferee) certify to the State Tax Commission of Maryland, that:

FIRST: Transferor agrees to sell substantially all its assets to Transferee, an individual residing in Talbot County, State of Maryland. The assets sold hereunder consist of the following:

A. Real Estate

Parcel No. 1: All that farm or parcel of land situate, lying and being in Trappe Election District, Talbot County, State of Maryland, called and known as "Gravelly" or by whatsoever name it may be known, containing 136 acres of land, more-or-less.

Parcel No. 2: All that farm or parcel of land situate, lying and being in Trappe Election District, Talbot County, State of Maryland, called and known as the "Merrick Land" or "Merrick Farm" or by whatsoever name it may be known, containing 48 acres of land, more-or-less.

Parcel No. 3: All that farm or parcel of land situate, lying and being in Trappe Election District, Talbot

Examined and mailed to Henry, Henry & Adams 7-1-59

County, State of Maryland, called and known as the "Reed Farm" or by whatsoever name it may be known, and including 128 acres of land, more-or-less, and including a detached parcel of woodland on the South side of Barber Road, containing 36 acres of land, more-or-less, together with a free and unobstructed right-of-way to and from the same.

BEING the same three farms or parcels of land which were conveyed to Kirby Farms, Incorporated, by Ada N. Kirby, et al. by Deed dated March 2, 1954, and recorded among the Land Records of Talbot County in Liber No. 311, folio 348, and being described as Parcels 1, 2 and 3 in said Deed; save and except, however, from Parcel 2 as described in said Deed, all that tract of land, containing 6 acres, more-or-less, which was conveyed to Trappe Frozen Foods, Inc., by Kirby Farms, Incorporated, by Deed dated February 16, 1956, and recorded among the Land Records of Talbot County in Liber No. 329, folio 329.

TOGETHER with all the buildings thereupon erected, made or being and all and every the rights, alleys, ways, waters, privileges, appurtenances and advantages to the same belonging or in anywise appertaining.

B. Personal Property

- 1 International M Tractor
- 1 International H Tractor
- 1 International B Tractor
- 1 ME 2 International Corn Picker
- 1 four row Corn Planter
- 1 four row Cultivator
- 1 four row Rotary Hoe
- 1 three section Spike Tooth Harrow
- 1 two section Spring Tooth Harrow
- 1 International Manure Spreader
- 1 Elevator
- 1 two bottom 16" plow

- 1 three bottom 16" plow
- 2 Rubber Tired Farm Wagons
- 2 Metal Corn Wagon Bodies
- 1 7' Disc
- 1 21' Spray and Pump
- 1 John Deere Combine with Motor
- 1 Ford Truck
- 1 GMC Truck

Equipment for 13,200 capacity chicken house, consisting of stove, feeders and waterers.

The above-listed personal property is now located on the real estate described above.

SECOND: The Transferee's name is Harry G. Neumann, and the post office address of his principal place of business is Trappe, Maryland. Said Transferee is an individual actually residing in the State of Maryland.

THIRD: Transferor's name is Kirby Farms, Incorporated, and it is incorporated under the laws of the State of Maryland.

FOURTH: The nature and amount of the consideration to be paid by Transferee for the above-listed property and assets of the Transferor Corporation is as follows:

\$50,000.00 cash, of which sum \$5,000.00 have been paid prior to the execution of these Articles. Of said sum of \$50,000.00, \$45,000.00 is the price of the above-described real estate, and \$5,000.00 is the price of the above-listed personal property.

FIFTH: The principal office of Transferor is located in Trappe, Talbot County, Maryland. Talbot County is the only County in this State in which Transferor owns property the title to which could be effected by the recording of an instrument among the Land Records.

SIXTH: These Articles have been duly advised by

Transferor's Board of Directors, and approved by its Stockholders, by affirmative vote of at least two-thirds of all the voters entitled to vote thereon.

SEVENTH: This sale is made subject to the following provisions:

1. The above-described real estate is substantially that mutually staked out by Transferee and D. C. Kirby, Jr., Transferor's President.

2. Upon performance of Transferee's obligations hereunder, Transferor shall convey and transfer the above-mentioned property to Transferee by a good and merchantable fee simple title, free and clear of liens and encumbrances, subject, nevertheless, as to the real estate, to existing easements or rights-of-way for telephone, power lines, other public utilities, and public highways or roads.

3. Date of settlement hereunder shall be October 16, 1957, at the offices of Thompson and Thompson, Easton, Maryland. At time of settlement, Transferee shall pay Transferor the balance of the purchase price (\$45,000.00) in cash or by certified check, and Transferor shall convey and transfer the above-mentioned property to Transferee by a good and merchantable title, as above set forth. Taxes, other public charges and insurance shall be adjusted as of date of settlement.

4. The downpayment of \$5,000.00 mentioned above consists of \$1,000.00 paid to Transferor by Transferee, and of \$4,000.00 paid by Transferee to William H. Adkins, II, Attorney for Transferor, and Ernest M. Thompson, Attorney for Transferee, in escrow. If Transferor shall have performed at time of settlement, all its obligations hereunder, said Adkins and Thompson shall pay over said sum of \$4,000.00 to Transferor and shall pay any interest accrued thereon to Transferee. If

Transferor shall not convey said property to Transferee by a good and merchantable title, as aforesaid, at time of settlement, said Adkins and Thompson shall refund said sum of \$4,000.00, with interest, if any, to Transferee. If, at time of settlement, Transferee shall have failed to perform any of his obligations hereunder, the said Adkins and Thompson shall pay said sum of \$4,000.00 to Transferor and the same shall be held and retained by Transferor not as liquidated damages, but as part of the downpayment required hereunder.

5. Title papers and revenue stamps, both State and Federal, shall be at the expense of Transferee, who shall also bear the cost of mailing any notices required under the Maryland Sales in Bulk Act; these Articles being made subject to the provisions of said Act.

6. No property, or assets, of Transferor, tangible or intangible, other than those listed and described herein shall be transferred to Transferee. Transferor specifically reserves its cash and accounts receivables, and Transferee does not assume any indebtedness, account payable, or other obligation of Transferor. The crops now planted or growing on the above-described real estate are expressly reserved from this sale, and Transferor reserves the right for itself, its agents, servants and employees to go on said land after the conveyance of the same, and to cultivate and harvest said crops.

Subject to the foregoing provision, full possession of the above-described property, real and personal, shall be delivered to Transferee at time of settlement.

7. From and after the date of these Articles, Transferee, his agents, servants and employees, shall have the privilege of going upon the hereinabove-described property for the purpose of having the same surveyed by a registered sur-

veyor; provided, however, that no such survey shall damage any growing crops or interfere with normal farming operations, and any such survey shall be at the sole expense of Transferee.

EIGHTH: The sale, conveyance and transfer contemplated by these Articles shall take effect as of October 16, 1957, subject to the performance, by each of the parties hereto, of its or his respective obligations hereunder.

IN WITNESS WHEREOF Kirby Farms, Incorporated, has caused these presents to be signed, in its name and on its behalf, by William N. Kirby, its Vice-President, and its corporate seal to be hereunto affixed and attested by Ada N. Kirby, its Secretary; and Harry G. Neumann has affixed hereto his hand and seal, this 27th day of September, 1957.

ATTEST:

KIRBY FARMS, INCORPORATED

By

W. N. Kirby
William N. Kirby
Vice-President

Transferor

Ada N. Kirby
Ada N. Kirby
Secretary

Witness:

Cecil L. Todd

Harry G. Neumann (SEAL)
Harry G. Neumann
Transferee

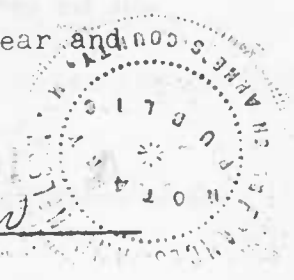
STATE OF MARYLAND, TALBOT COUNTY, to wit:

I HEREBY CERTIFY that on the 27th day of September, 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for Queen Anne's County, personally appeared William N. Kirby, Vice-President of Kirby Farms, Incorporated, and in the name and on behalf of said Corporation, being authorized so to do, acknowledged the foregoing Articles of Sale to be the corporate act of said Corporation, and that he executed the same on behalf of said Corporation,

for the purposes therein contained; and at the same time also appeared D. C. Kirby, Jr. and made oath in due form of law that he was Chairman of the Special Meeting of the stockholders of said corporation at which said Articles of Sale were approved, and that the matters and facts set forth in said Articles of Sale are true to the best of his knowledge, information and belief.

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

Frances Ann Nelson
Notary Public



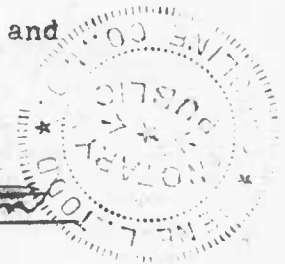
My Commission Expires: *May 4, 1959*

STATE OF MARYLAND, TALBOT COUNTY, to wit:

I HEREBY CERTIFY that before me, the subscriber, a Notary Public of the State of Maryland, in and for *Caroline* County, personally appeared HARRY G. NEUMANN, the above named Transferee, acknowledged that he executed the foregoing Articles of Sale for the purposes therein contained, and made oath in due form of law that the matters set forth therein are true to the best of his knowledge, information and belief.

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

Gene L. Spald
Harry G. Neumann
Notary Public



My Commission Expires:
May 4, 1959.

ARTICLES OF SALE

BY AND BETWEEN

KIRBY FARMS, INCORPORATED - a Maryland Corporation, Transferor

and

HARRY G. NEUMANN - an individual, Transferee

approved and received for record by the State Tax Commission of Maryland,
October 3, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 10765

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-55, folio 328, one of the Charter Records of the State Tax
Commission of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

Robert W. Ward
Secretary

State of Maryland, Talbot County, Town: Hesselwood 3rd
June A.D. 19 58 at 9:00 o'clock A. M. in the presence
same day recorded in Liber JTB No. 9 folio 225
Corporation... Record Books of Talbot County.

PerJohn T. Baynard
Clerk.
VOSHELL'S BOATYARD, INC.

STOCK ISSUANCE STATEMENT

Voshell's Boatyard, Inc., a Maryland corporation having its principal office in St. Michaels, Talbot County, Maryland (hereinafter called the "Corporation") hereby certifies to the State Tax Commission of Maryland that:

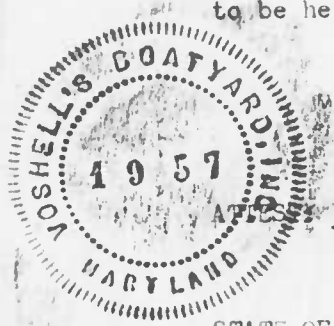
FIRST: The Corporation has authorized the issuance of One Hundred Twenty (120) full paid and non-assessable shares without par value of Capital Stock of the Corporation for the following consideration, the actual value of which as determined by the Board of Directors, is not less than Twelve Thousand (\$12,000.00) Dollars:

A portion of the tools, machinery, stock on hand of parts located on the shipyard property at St. Michaels, Maryland.

SECOND: (a) The Board of Directors of the Corporation is by the Charter empowered to authorize the issuance of such shares of stock; and

(b) The issuance of said shares of stock on the terms above set forth was duly authorized by the Board of Directors of the Corporation at a meeting held on October 2, 1957.

IN WITNESS WHEREOF, Voshell's Boatyard, 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 October 2, 1957.



Daisy Lea Kastel
Daisy Lea Kastel, Secretary

VOSHELL'S BOATYARD, INC.

By: *Frederick Kastel*
Frederick Kastel, President

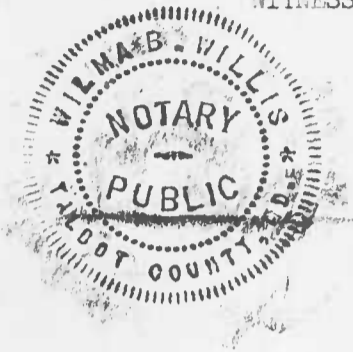
STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

I HEREBY CERTIFY that on the 1st day of November, 1957, before me, the subscriber, a notary public of the State of Maryland in and for the County of Talbot, personally appeared Frederick Kastel, President of Voshell's Boatyard, Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Stock Issuance Statement to be the corporate act of said corporation; and at the same time personally appeared Daisy Lea Kastel and made oath in due form of law that she was Secretary of the meeting of the stockholders of said corporation at which the issuance of the stock therein mentioned was finally approved,

Examined and mailed to Voshell's Boatyard, Inc. St. Michaels, Md. 12-5-58

and that the matters and facts set forth in said statement are true to the best of her knowledge, information and belief.

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



Wilma B. Willis

Wilma B. Willis, Notary Public

STOCK ISSUANCE STATEMENT
OF
VOSHELL'S BOATYARD, INC.

approved and received for record by the State Tax Commission of Maryland,
November 5, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 11056

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

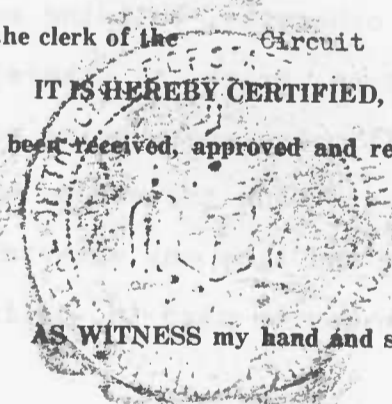
Recorded in Liber F-58, folio 474, one of the Charter Records of the State Tax
Commission of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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



[Signature]
Secretary

State of Maryland,
Talbot County, ss:
I, *[Signature]*, Clerk of
said County, do hereby
certify that the within
instrument was recorded
in Liber F-58, folio 474,
on the 5th day of
November, 1957, at
9:00 o'clock A. M.
per *[Signature]*,
Secretary of the
State Tax Commission
of Maryland.
[Signature]
Recording of 500 File

#225
#225

J.B.

State of Maryland, Talbot County, To-wit: Received the 6th day of June A.D. 19 58 at 9:00 o'clock A.M. to be recorded, and same day retained in Liber JTB No. 9 folio 228, one of the Corporation Record Books of Talbot County.

By John T. Baynard Clerk.

ARTICLES OF INCORPORATION

OF

THE R. T. MILES CO., INCORPORATED

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Russel T. Miles, whose Post Office address is Royal Oak, Maryland, Lewis O. Hund, whose Post Office address is 1700 Maple Avenue, New Cumberland, Pennsylvania, and Lois Miles, whose Post Office address is Royal Oak, Maryland, all being of full legal age, do, under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intent of forming a corporation.

SECOND: The name of this Corporation (which is hereinafter called the "corporation") is The R. T. Miles Co., Incorporated.

THIRD: The purposes for which the corporation is formed and the business and objects to be carried on and promoted by it are, all to the extent permitted business corporations under the General Corporation Law of Maryland, as follows:

To buy, sell, or otherwise deal in and with, at wholesale or retail, as principal, agent, factor, or otherwise, building materials, whether wood, metal, plastic, stone, brick, or otherwise, plumbing, electrical, heating, air-conditioning and pumping equipment and kindred materials and the products made therefrom, whether of the character aforesaid or otherwise; and also any materials, supplies, commodities, or products which may be used in, or in connection therewith.

To lease, purchase, sell, or otherwise deal in all such machinery, tools, engines, equipment, appliances, vehicles used in connection with the business carried on by the corporation or with the transporting and delivery of the raw or finished products sold, owned or used by the corporation; and to purchase, own, hold, lease, convey, mortgage, pledge, or otherwise dispose of or acquire lands, mills, factories, buildings and other structures and pro-

Examined and mailed to the R. T. Miles Co., Inc. 506 Argus St., Easton, Md. 12-5-58

erty, real and personal, of every class or description necessary or desirable for carrying on the aforesaid business of the corporation.

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 business, 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 stocks, bonds, or other securities of the corporation or otherwise.

To borrow money for its corporate purposes, and to make, accept, endorse, execute and issue promissory notes, bills of exchange, bonds, debentures or other obligations, from time to time, for the purchase of property or for any purpose in or about the business of the corporation, and if deemed proper, to secure the payment of such obligation by mortgage, pledge, deed of trust, or otherwise.

To apply for, acquire, purchase, hold, use, sell, mortgage, assign, or otherwise dispose of licenses, privileges, inventions, improvements, processes, and trademarks related to or useful in connection with any business carried on by the corporation.

To carry on any other business which may be, to the corporation, calculated to directly or indirectly effectuate the aforesaid objects, or either of them, to facilitate it in the transaction of its aforesaid business or any part thereof, or in the transaction of its aforesaid business may be calculated, directly or indirectly, to enhance the value of the property and rights of the corporation.

To conduct its business in the State of Maryland and elsewhere, including the states and territories of the United States

and any foreign countries, provided that in the transaction of its business the corporation shall be subject to the laws and statutes of each state, territory, or foreign country in which the same may be transacted, or its property may be located.

FOURTH: The Post Office address of the place at which the principal office of the corporation in this state will be located is 506-508 August Street, Easton, Maryland.

FIFTH: The corporation's resident agent, who is a citizen of the State of Maryland and actually resident therein, is Russel T. Miles, whose Post Office address is Royal Oak, Maryland.

SIXTH: The total amount of the capital stock which the corporation shall be authorized to have is ten thousand dollars (\$10,000). The capital stock shall consist of one hundred (100) shares, all of one class and with a nominal or par value of one hundred dollars (\$100) each. It is not intended that the entire amount of the capital stock herein authorized shall be required to be immediately subscribed, issued and taken. The Board of Directors of this corporation is hereby expressly empowered, pursuant to the laws of Maryland, as now and hereafter effective in the premises, to authorize the issuance of any number of the shares of said capital stock, from time to time, for such considerations as the said Board of Directors may deem advisable.

SEVENTH: The corporation shall have three Directors, however, the number of Directors may be increased or decreased in the manner provided for in the By-Laws of the corporation, except that the number of Directors shall never be less than three. and Russel T. Miles, Lewis^{O.}Hund, and Lois Miles shall act as such until the first annual meeting or until their successors are duly chosen and qualified. Nothing herein shall be construed to prevent a Director's voluntary resignation at any time.

EIGHTH: The management of the business, property and affairs of the said corporation shall be vested in the Board of Directors, who shall dictate its general business policies, and, subject to

any statutes or provisions of law, or to the vote of the stockholders, as required by law, shall determine all matters and questions pertaining to its business, property and affairs, and shall have authority to do any and all things to perfect the organization of said corporation, to fix and to vary the amount of assets to be reserved as working capital, to direct and determine the use and disposition of any surplus or any net profits over and above the capital stock paid in, to determine, subject to the limitations hereinbefore set forth, and as provided by law, whether any, and if any, what part of the surplus or net profit shall be declared in dividends, and when to be paid to its stockholders, and from time to time, to sell, assign, lease, mortgage, pledge, or otherwise transfer and dispose of, any or all of the property, assets, franchises and rights of the corporation, but no lease or sale of all the property, assets, franchises and rights of the corporation, as an entirety, shall be made except after first obtaining, at a duly called meeting of the stockholders, the affirmative vote of the holders of not less than two-thirds of all issued and outstanding capital stock of said corporation; and the Board of Directors shall have power to borrow money in such sums and upon such terms or conditions, and upon such securities, by way of pledge, or mortgage of corporate assets and property, or other manner of giving security, for the use of said corporation, as they may deem to be to the best interest thereof, and to exercise all the powers hereby conferred upon said corporation, or which are, or may be, conferred by the laws of this State; the above granted powers of this corporation and the Board of Directors thereof being intended in furtherance and not in limitation of the general powers conferred by the law upon the Directors and the corporation.

ARTICLE IV: This corporation is to have perpetual existence.

ARTICLE V: The private property of the stockholders shall never be subject to the payment of corporate debts to any extent what-

soever.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this ~~fifteenth~~ ^{THIRD} day of ~~April~~ ^{JUNE}, 1957.

Russel T. Miles
Russel T. Miles

Lewis O. Hund
~~Lewis O. Hund~~ Lewis O. Hund

Lois Miles
Lois Miles

STATE OF MARYLAND, TALBOT COUNTY, to wit:

I HEREBY CERTIFY, that on this ~~3rd~~ ^{JUNE} day of ~~April~~, 1957, before me, the subscriber, a notary public, in and for the State and County aforesaid, personally appeared Russel T. Miles and Lois Miles and severally acknowledged the foregoing articles of incorporation to be their act.

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

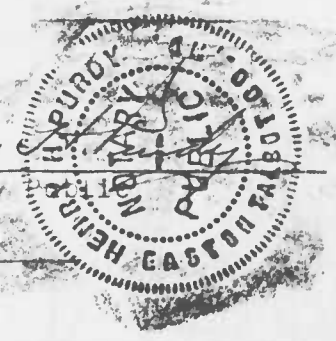
Henry H. Purdy
Notary Public


My commission expires May 4, 1959

STATE OF Maryland, COUNTY OF Talbot to wit:
12th ~~11th~~ ^{12th} November,

I HEREBY CERTIFY, that on this ~~11th~~ ^{12th} day of ~~November~~, 1957, before me, the subscriber, a notary public, in and for the State and County aforesaid, personally appeared Lewis/Hund and he acknowledged the foregoing articles of incorporation to be his act.

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

Henry H. Purdy
Notary


My commission expires May 4, 1959

ARTICLES OF INCORPORATION
OF
THE R. T. MILES CO., INCORPORATED

approved and received for record by the State Tax Commission of Maryland,
November 13, 1957 at 11:28 o'clock A. M. as in conformity
with law and ordered recorded.

A 11126

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-59, folio 295, one of the Charter Records of the State Tax
Commission of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

[Signature]
Secretary

[Handwritten notes and signatures]
State of Maryland
Talbot County, Docket # 31126
Date 11-13-57 at 11:00
Recorded in Liber F-59, folio 295
at 11:28 A.M. as in conformity
with law and ordered recorded.
Secretary 11-13-57

228

State of Maryland, Talbot County, To-wit: Received the 6th day of June A.D. 19 58 at 9:00 o'clock A. M. to be recorded and one day recorded in Liber JTB No. 9 folio 234, one of the Corporation Record Books of Talbot County.

PerJohn T. Baynard..... Clerk.

HI-LE, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, William D. Gould, whose post office address is City Office Building, Cambridge, Maryland, J. Awdry LeCompte, whose post office address is 204 Belvedere Avenue, Cambridge, Maryland, and J. Monroe Murphy, whose post office address is Somerset Avenue, Cambridge, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

HI-LE, INC.

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

To do any and all of the things hereinafter mentioned as fully and to the same extent as natural persons might or could do in any part of the world, viz: To engage in the entertainment business by the exhibition of moving picture films, the presentation of plays by living performers and/or the utilization of other media of entertainment; to manufacture, mine, grow or otherwise secure, buy, sell and deal in any vegetable, animal or mineral products, either separately or in combination, that may now or hereinafter be used by man in his home, farm, factory or anywhere else or worn upon his person or used by man in any lawful manner: to buy, sell, store, transport and/or carry by land or water for itself or for the account of others; any natural or artificial product; to take, own, hold, deal in, mortgage or otherwise encumber, to lease, rent, sell, exchange, transfer or in any manner whatsoever to dispose of real and personal property; and to do any and all of these things in the State of Maryland and in

LAW OFFICES
WM. D. GOULD
CAMBRIDGE, MD.

Examined and passed to Hi-Le, Inc., 7 S. Washington St. Eastern, Md. 12-5-58

all States of the United States and in such other places without the United States as the business of this corporation may seem to require, or as may be necessary or convenient for its business.

In general to carry on any other business in connection therewith not contrary to the laws of the State of Maryland, and with all of the powers conferred upon corporations by the laws of the State of Maryland.

FOURTH: The post office address of the principal office of the Corporation in this State will be Easton, Maryland. The resident agent of the Corporation is Douglas Hanks, whose post office address is 7 S. Washington Street, Easton, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have three Directors and A. Bowdle Highley, whose address is R.F.D., Trappe, Maryland, Douglas Hanks, whose address is 7 S. Washington Street, Easton, Maryland, and Alice S. Harrison, whose address is 122 S. Harrison Street, Easton, Maryland, 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 manner as the By-Laws may from time to time provide.

SIXTH: The total amount of authorized capital stock of the Corporation is one hundred thousand dollars (\$100,000.00) par value divided into one hundred thousand (100,000) shares of common stock of the par value of one dollar (\$1.00) each.

SEVENTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of not exceeding one hundred thousand (100,000) fully paid and non-assessable shares of the common stock for money at not less than one dollar (\$1.00) for each share thereof; subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

EIGHTH: The Board of Directors of this Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as 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.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation the 17th day of December, 1957.

Martha J. Evans as to William D. Gould
Martha J. Evans William D. Gould

Martha J. Evans as to J. Awdry LeCompte
Martha J. Evans J. Awdry LeCompte

Martha J. Evans as to J. Monroe Murphy
Martha J. Evans J. Monroe Murphy

STATE OF MARYLAND, County of Dorchester, to wit:

I Hereby Certify, that on this 17th day of December, in the year nineteen hundred and fifty-seven, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Dorchester, personally appeared William D. Gould, J. Awdry LeCompte and J. Monroe Murphy, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal, this day and year

last above written.

Martha J. Evans
Martha J. Evans
Notary Public



ARTICLES OF INCORPORATION

OF

HI-LE, INC.

approved and received for record by the State Tax Commission of Maryland,
December 19, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 11437

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber **F-62**, folio **434**, one of the Charter Records of the State Tax
Commission of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

[Signature]
Secretary

[Handwritten notes and signatures]
Book of Maryland,
Talbot County, 1957
Page 11437
Date A. M. 12-19-57 at 9:00
no copy recorded in Liber
9
Separate Record Books of
Talbot County
by *[Signature]*
Recording 2-28-58

#234

June 58 9:00 A. 6th
J.T.B. 9 238
Corporation

Per John T. Baynard

ARTICLES OF SALE

1. The Tilghman Bank, a banking corporation of the State of Maryland, hereinafter called "Seller", does hereby agree to sell and transfer to County Trust Company of Maryland, a banking corporation of the State of Maryland, hereinafter called "Purchaser", and said Purchaser does hereby agree to buy, the following assets of The Tilghman Bank which are substantially all of its assets:

a) All that lot of land, and improvements thereon, in which Seller is presently conducting its banking business together with all furniture, fixtures, and equipment located thereon, and used in and above said business, including without limitation, all furniture, fixtures, typewriters, adding machines, calculating machines, bookkeeping machines, tellers' machines, check writers, cancellors and endorsers, automatic cashiers, cabinets, files, forms, stationery and any and all leases of space in the bank building and leases of safe deposit boxes. The real estate intended to be included herein consists of all that property, described as parcel "Seventh" (7th) with improvements thereon, acquired by The Tilghman Bank from New Building and Loan Association by deed dated September 19, 1916 and recorded among the Land Records of Talbot County in Liber C.B.L. 174, folio 188.

b) All bonds and evidences of indebtedness of the United States Government owned by Seller.

c) All loans, discounts and mortgages owned by Seller.

d) All books, records and accounts, except corporate minute books and copies of tax returns and records pertaining to assets which Purchaser will not acquire pursuant to these Articles of Sale.

Examined and passed by County Trust Company of Md. Tilghman, Inc. 7-1-59

2. The Transferee and Purchaser is County Trust Company of Maryland and the post office address of its principal place of business is Cambridge, Maryland.

3. The nature and amount of the consideration to be paid by the Purchaser is the excess of all amounts which Purchaser agrees to pay for the purchased assets as hereinafter set forth over the amount of assumed liabilities set forth below:

a) The Purchaser agrees to assume and to pay when due and payable the following obligations and liabilities of Seller, but no others:

i) The obligation of Seller to pay, as and when due and payable, the sum of money to the credit of each of Seller's depositors, but only to the extent such credit appears upon the books of Seller on the closing date, including, however, accrued interest to the closing date on all time and savings accounts even though such interest may not be recorded on the books of Seller.

ii) Seller's obligation to pay, as and when due and payable, each cashier's check, treasurer's check, expense check or money order issued by Seller in the ordinary course of business prior to the closing date, but only to the extent that such obligation is clearly reflected on the books of Seller on the closing date.

iii) Seller's obligation to pay, as and when due and payable, the amount of each check which may have been certified by Seller in the ordinary course of business prior to the closing date, but only to the extent that Seller's obligation as respects such check is clearly reflected upon its books on the closing date.

iv) All obligations of Seller under any lease for a safe deposit box in Seller's vaults in the Bank Building; provided, however, that in no event shall Purchaser be responsible for, and there is expressly excluded from assumed liabilities, any liabilities of Seller for any action taken or not taken by Seller with respect to any of said leases or to any safe deposit box covered thereby or anything contained or alleged to have been contained therein, as well as for any cause of action or liability arising under or by virtue of any such lease, prior to the closing date.

v) Any commitment of Seller to make loans under any existing loan agreement or credit line as participation in an existing loan agreement or credit line to the extent Purchaser can legally do so and to the extent such agreements or loans have been agreed to by the parties prior to the closing date.

vi) All property left with Seller in safekeeping but not in a safe deposit box, and held by Seller on the closing date, shall be delivered to Purchaser in sealed envelopes initialed by an officer of Seller and bearing the name and address of the owner. Purchaser shall be responsible only for delivery of such envelopes unopened to the person whose name appears thereon.

b) The Purchaser agrees to pay:

i) For the real estate, furniture, fixtures, and equipment as set forth in paragraph 1(a) above - \$18,500.00. This amount is subject to adjustment for taxes to the closing date.

ii) For the obligations of the United States Government referred to in paragraph 1(b) above, the market price on the second day preceding the closing date. The term "market price" shall mean the mean average between the bid and the offered price at the close of business

on the second day preceding the closing date, including interest, if any, to the closing date.

iii) For the loans, discounts and mortgages the unpaid face amount thereof on the closing date, plus interest accrued to the closing date in the case of loans and mortgages and less prepaid interest prorated to the closing date in the case of discounts.

As used herein the term "closing date" means the effective date of these Articles of Sale which shall be at the close of business on December 31, 1957, or prior thereto.

4. The principal office of County Trust Company of Maryland is located in Dorchester County, Maryland, and the principal office of The Tilghman Bank is located in Talbot County, Maryland. The Tilghman Bank, the transferor corporation, owns property in Talbot County, Maryland, which could be affected by the recording of an instrument among the land records.

5. These Articles of Sale have been duly advised by the Board of Directors of The Tilghman Bank and approved by its stockholders in the manner and by the vote required by Article 23 of the Annotated Code of Maryland, subtitle "Consolidation, Merger and other Transfers of Property" and by the charter of the corporation.

6. The transfer to be affected has been advised, authorized and approved in the manner and by the vote required by the charter of County Trust Company of Maryland and by the Laws of the State of Maryland.

IN WITNESS WHEREOF, the parties hereto have caused these presents to be executed by their proper officers thereunto

duly authorized and their corporate seals to be affixed,
duly attested, this 24th day of December 1957.

COUNTY TRUST COMPANY OF MARYLAND

By Delbert Davis
Delbert Davis, President



Attest:
Laura L. Dorsey
Assistant Secretary
Laura L. Dorsey

THE TILGHMAN BANK

By Harry R. Howeth
Harry R. Howeth, President



Attest:
Harry L. Barton Jr.
Harry L. Barton Jr., Cashier

ANNE ARUNDEL COUNTY
STATE OF MARYLAND, ~~CITY OF BALTIMORE~~, SS.:

I HEREBY CERTIFY, that on this 23rd day of December, 1957, before me, the subscriber, a notary public in and for the State and ~~City~~ ^{County} aforesaid, personally appeared Delbert Davis, President of County Trust Company of Maryland and acknowledged the foregoing Articles of Sale to be the act of said corporation. I further certify that said Delbert Davis, President of County Trust Company of Maryland, did make oath in due form of law that he presided at the regular quarterly meeting of the Directors of County Trust Company of Maryland, held on October 16, 1957, to which the foregoing Articles of Sale were presented and duly approved by said Board of Directors in accordance with the requirements of law and the charter and by-laws of County Trust Company of Maryland.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal this 23rd day of December, 1957.

Eileen M. Schmidt
Notary Public
Eileen M. Schmidt

STATE OF MARYLAND, COUNTY OF TALBOT, SS.:

I HEREBY CERTIFY, that on this 24th day of December, 1957, before me, the subscriber a notary public in and for the State and County aforesaid, personally appeared HARRY R. HOWETH President of The Tilghman Bank and acknowledged the foregoing Articles of Sale to be the act of said corporation. I further certify that said HARRY R. HOWETH did make oath in due form of law that he presided at a special meeting of the Board of Directors of The Tilghman Bank, duly called and held on the 23rd day of OCTOBER, 1957, pursuant to notice in accordance with the requirements of law and the charter and by-laws of the corporation setting forth the time, place and purpose of said meeting, and that the fore-

going Articles of Sale were presented to said meeting and were advised and recommended to the stockholders of the corporation; that thereafter he presided at a special meeting of the stockholders of the corporation, duly called and held on the 27th day of NOVEMBER, 1957, pursuant to notice of the time, place and purpose of said meeting in accordance with the requirements of law and the charter and by-laws of the corporation, at which said Articles of Sale as advised and recommended by the Directors was presented for consideration, and that said stockholders did approve said Articles of Sale by the affirmative vote of more than two-thirds of all the votes entitled to be cast thereon.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal this 27th day of December, 1957.



Edna L. Blades
Notary Public
Edna L. Blades

The foregoing Articles of Sale are hereby approved
this 30th day of December, 1957.



[Signature]
Deputy Bank Commissioner of the
State of Maryland
(Acting in the absence of the
Bank Commissioner)

LIBER

9 PAGE 244

ARTICLES OF SALE
BETWEEN
THE TILGHMAN BANK
to
COUNTY TRUST COMPANY OF MARYLAND, (Purchaser)

received for record December 31, 1957, at 3:17 P. M.
and recorded in Liber No. F-61 Folio No. 147 one of
the charter records of the State Tax Commission of Maryland.

AA N^o 1836

Recording Fee Paid 12.00
\$2.00 certificate land record Talbot County

State of Maryland,
Talbot County, I certify:
Received the 147 day of
June A. D. 1958 at 9:22
o'clock A. M. to be recorded, and
same day recorded in Liber No. F-61
Folio 147 of the
County Trust Company of
Talbot County, Maryland.
Wm. J. Beaman
Recorder
3:01

*

LIBER 9 PAGE 245 8th day of
State of Maryland, Talbot County, To-wit: Received this
July A.D. 19 58, at 1:00 o'clock P. M. to be recorded,
same day recorded in Liber JTB No. 9
Corporation Record Books of Talbot County,

Per John T. Baynard

THE DISTRICT BOARD OF THE MARDELA DISTRICT
OF THE CHURCH OF THE BRETHREN, INCORPORATED

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the undersigned incorporators, being the Trustees duly elected by the Quarterly Conference of the District Board of the Mardela District of the Church of the Brethren, an unincorporated religious association, do, under and by virtue of the general laws of the State of Maryland authorizing and relating to the formation of religious corporations, associate ourselves with the intention of forming such a corporation to have perpetual succession by the corporate name.

SECOND: That the name of the corporation is "THE DISTRICT BOARD OF THE MARDELA DISTRICT OF THE CHURCH OF THE BRETHREN, INCORPORATED".

THIRD: That the corporation shall support the doctrines and shall be subject to the laws and usages of the Church of the Brethren as from time to time established, made and declared by the lawful authority of said Church.

FOURTH: That the directors of the corporation shall be the Board of Trustees of Mardela District and shall be elected and organized as prescribed in the Discipline of the Church of the Brethren as from time to time established, made and declared by the lawful authority of said Church.

FIFTH: That the corporation shall have the power to secure, hold, improve, encumber, sell, convey and dispose of property, both real and personal, in fee simple or otherwise.

SIXTH: That in harmony with the general laws of the State of Maryland, the duly authorized and appointed pastor shall be, by virtue of his office, a member of said body corporate.

SEVENTH: That the present Board of Trustees of Mardela District hereinafter named, i.e., Floyd H. Mitchell, Dwight L. Miller and Francis A. Schwaninger, whose post office addresses are

Examined and mailed to William Peddie 12-5-58

Easton, Maryland, Caroline E. Hutchison, whose post office address is Cordova, Maryland, Grant Mahan, whose post office address is Rehobeth, Maryland, and Thelma Bowman, whose post office address is Ridgely, Maryland, all of whom are of full legal age, are hereby constituted Trustees of the said corporation, The District Board of the Mardela District of the Church of the Brethren, Incorporated, and shall act as such Trustees until their successors are elected in harmony with the provisions of the Discipline of the Church of the Brethren as from time to time made and declared by the lawful authority of said Church.

The above-named Trustees, having been duly elected in accordance with the provisions of the Discipline of the Church of the Brethren and having been duly authorized to act as petitioners or incorporators as set forth herein and in pursuance thereof do hereunto subscribe their names and affix their seals this 6th day of January, in the year one thousand nine hundred and fifty-eight.

Floyd H. Mitchell (SEAL)
Floyd H. Mitchell

Dwight L. Miller (SEAL)
Dwight L. Miller

Francis A. Schwaninger (SEAL)
Francis A. Schwaninger

Caroline E. Hutchison (SEAL)
Caroline E. Hutchison

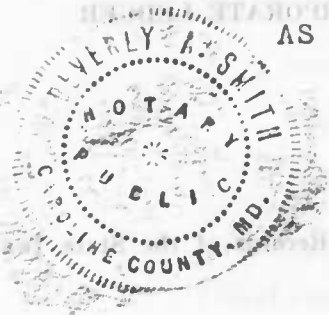
Grant Mahan (SEAL)
Grant Mahan

Thelma Bowman (SEAL)
Thelma Bowman

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

I HEREBY CERTIFY, That on this 6th day of January,
in the year Nineteen Hundred and Fifty-Eight, before me, the sub-
scriber, a Notary Public of the State of Maryland, in and for ~~TALBOT~~ ^{Caroline}
County, personally appeared Floyd H. Mitchell, Dwight L. Miller,
Francis A. Schwaninger, Caroline E. Hutchison, Grant Mehan and
Thelma Bowman, and severally acknowledged the foregoing Articles
of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.



Beverly A. Smith
Beverly A. Smith - Notary Public

[Faint, mostly illegible text and markings, possibly bleed-through from the reverse side of the page.]

ARTICLES OF INCORPORATION

OF

THE DISTRICT BOARD OF THE MARDELA DISTRICT OF
THE CHURCH OF THE BRETHREN, INCORPORATED

approved and received for record by the State Tax Commission of Maryland,
January 7, 1958 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 11753

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-66, folio 97, one of the Charter Records of the State Tax
Commission of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

[Handwritten Signature]
.....
Secretary

State of Maryland, Talbot County, To-wit: Received the 8th day of July A.D. 1958, at 1:00 o'clock P. M. to be recorded, of same day recorded in Liber JTB No. 9 folio one of the Corporation Record Books of Talbot County.

Per John T. Baynard Clerk.

THE COUNTRY SCHOOL, INC.

ARTICLES OF AMENDMENT

The Country School, Inc., a Maryland non-stock Corporation having its principal office in Easton, Talbot County, Maryland (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland that:

FIRST: The Charter of the Corporation, as heretofore amended, is hereby amended by striking out Article Eighth of the Articles of Incorporation, and inserting in lieu thereof the following:

EIGHTH: The corporation shall have a Board of Trustees consisting of twelve (12) members. The members of the Board shall be divided into three classes of four members each, each class to hold office for three years. The nine Trustees who are in office on December 31, 1957 shall continue in office until the termination of their respective terms. At the annual meeting in 1958, three Trustees shall be elected, in addition to the Trustees who would in any event be elected at such meeting, one of such additional Trustees to serve until the annual meeting in 1959, one to serve until the annual meeting in 1960, and one to serve until the annual meeting in 1961. At each annual meeting after said annual meeting in 1958, there shall be elected four members of the Board of Trustees to hold office for three years and until their successors have been elected; and such additional number, if any, as may be necessary to fill vacancies, to hold office for the remainder of the term or terms of the member or members who have vacated the office. The Board of Trustees shall choose from among their own number a President, Vice-President, Secretary and Treasurer.

SECOND: The Board of Trustees of the Corporation, at a

Examined & passed by the Country School, Inc. Easton, Md. 12-5-58

Meeting duly convened and held on November 27th, 1957, adopted a resolution, in which was set forth the foregoing amendment to the Charter, declaring that the said amendment of the Charter was advisable and directing that it be submitted for action thereon at a special Meeting of the members of the Corporation to be held on December 18, 1957.

THIRD: Notice setting forth a summary of the changes to be effected by said amendment of the Charter, and stating that a purpose of the Meeting of members would be to take action thereon, was given, as required by law, to all members of the Corporation.

FOURTH: The amendment to the Charter of the Corporation, as hereinabove set forth, was approved by the members of said Corporation at said Meeting on December 18, 1957, by an affirmative vote of over two-thirds of the members of the Corporation.

FIFTH: The amendment of the Charter of the Corporation as hereinabove set forth, has been duly advised by the Board of Trustees and approved by the members of the Corporation.

IN WITNESS WHEREOF The Country School, Inc., has caused these presents to be signed in its name and on its behalf by the President, and its corporate seal to be hereunto affixed and attested by its Secretary this 31st day of December, 1957.

THE COUNTRY SCHOOL, INC.

By Peter S. Thompson
Peter S. Thompson

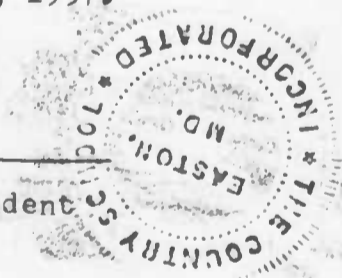
President

ATTEST:

Jonathan S. Wilford, Jr.
Jonathan S. Wilford, Jr.
Secretary

STATE OF MARYLAND, TALBOT COUNTY, to wit:

I HEREBY CERTIFY That on December 31st, 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and



for Queen Anne's County, personally appeared Peter S. Thompson, President of The Country 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 said Corporation, and that he was authorized to execute the same on its behalf; and at the same time personally appeared William H. Adkins, II, and made oath in due form of law that he was Secretary of the Meeting of the members of said Corporation at which the amendment of the Articles of Incorporation hereinabove 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.

AS WITNESS my hand and Notarial seal the day and year last



Frances Ann Nelson
Notary Public

My Commission Expires: May 4, 1959

ARTICLES OF AMENDMENT
OF
THE COUNTRY SCHOOL, INC.

approved and received for record by the State Tax Commission of Maryland,
January 2, 1958 at 1:14 o'clock P.M. as in conformity
with law and ordered recorded.

A 11685

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-65, folio 282, one of the Charter Records of the State Tax
Commission of Maryland.

[Handwritten signature]

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

To the clerk of the Circuit Court of Talbot County

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

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

[Handwritten signature]
Secretary

LIBER

9 PAGE 253

8th

State of Maryland, Talbot County, Town of Easton, Maryland, July A.D. 1958, at 1:00 o'clock P.M. to be recorded, same day recorded in Liber JTB No. 9 folio one of 11 Corporation Record Books of Talbot County.

Per John T. Baynard

HOWARD N. GERMAN COMPANY, INC. Clerk.

ARTICLES OF AMENDMENT

Howard N. German Company, Inc., a Maryland corporation, having its principal office in Easton, Talbot County, Maryland, hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The Charter of the corporation, as heretofore restated, is hereby amended by striking out Article Second thereof and inserting in lieu thereof the following:

(2) The purposes for which and for any of which the corporation is formed and the business and objects to be carried on and promoted by it are as follows:

To act as agents and/or brokers in the business of any kind or class of insurance in any and all of its branches and through its agents and employees to solicit insurance of every kind and description.

To manage all kinds of property and to collect the rents and profits therefrom, to engage in the purchasing and selling of merchandise of every kind and description whether as agent or principal.

To purchase, sell, mortgage, improve, invest and deal in real or personal property wheresoever situated, and to construct, equip, operate, rent, hire and manage buildings of every kind and description, and to conduct a General Warehousing Business.

To acquire by purchase, lease or otherwise, the property, rights, business, good will, stock, 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.

To carry on any other business which may seem to the corporation to be calculated directly or indirectly to effectuate the aforesaid objects, or either 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.

Examined and marked to Howard N. German Company, Inc., Easton, Md. 12-2-58

The business which the corporation is to carry on is from time to time to do any one or more of the acts and things hereinbefore set forth, provided that in the transaction of its business the corporation shall be subject to the laws of and statutes of each state and foreign country in which the same may be transacted or its property may be located.

SECOND: The Board of Directors of the corporation, at a meeting duly convened and held on January 16, 1958, adopted a resolution, in which was set forth the foregoing amendment to Charter, declaring said amendment was advisable and recommending the same, and directing that it be submitted for action thereon at a special meeting of stockholders to be held on January 27, 1958.

THIRD: That thereafter consent in writing to such amendment of Charter was executed by the owners of all of the stock of the corporation issued, outstanding and entitled to vote on such amendment, being all of the issued and outstanding stock of the corporation.

FOURTH: The amendment of the Charter of the corporation, as hereinabove set forth, has been duly advised by the Board of Directors and approved by the stockholders of the corporation.

IN WITNESS WHEREOF, Howard N. German Company, Inc. has caused these presents to be signed in its name and on its behalf by its President and attested by its Secretary, on this 27th day of Jan., 1958.

ATTEST:

Howard N. German
Secretary

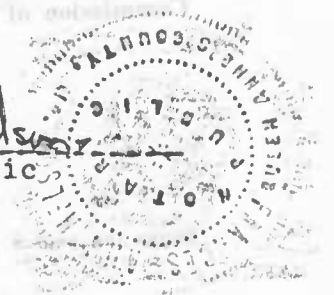
HOWARD N. GERMAN COMPANY, INC.
By Howard N. German
President

STATE OF MARYLAND, COUNTY OF TALBOT, ss:
I HEREBY CERTIFY, That on this 3rd day of February, 1958, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Queen Ann's Talbot, personally appeared

Howard N. German, President of Howard N. German Company, 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 Howard G. Schirmer and made oath in due form of law that he was Secretary of the meeting of the stockholders of said corporation at which the amendment of the Charter of the corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

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

Francis (Ann) Nelson
Notary Public



My Commission Expires: *May 4, 1959*

ARTICLES OF INCORPORATION

OF

HOWARD N. GERMAN COMPANY, INC.

approved and received for record by the State Tax Commission of Maryland,
February 5, 1958 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 12047

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-69, folio 119, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Talbot County

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

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

[Signature]
Secretary

August 58 9:00 A.

JTB 9

Corporation

John T. Baynard

ARTICLES OF INCORPORATION
OF
TOP MARK, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, T. Hughlett Henry, whose post office address is Easton, Maryland, T. Hughlett Henry, Jr., whose post office address is Easton, Maryland, and William H. Adkins, II, whose post office address is Easton, Maryland, all being of full legal age, do under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation is
TOP MARK, INC.

THIRD: The nature of the business and the objects and purposes proposed to be transacted, promoted and carried on, are to do any or all of the things herein mentioned as fully and to the same extent as natural persons might or could, and in any part of the world, as principal, agent, contractor, trustee, or otherwise, and either alone or in company with others, namely:

(1) To buy, sell, raise, procure, purchase or in any way acquire farm products, produce, poultry, cattle, live stock and general food stuffs.

(2) To process, freeze, store, harvest, preserve or in any other manner market or dispose of food and food products.

(3) To erect and operate warehouses, stores, factories or any structure for storing, freezing, processing or preserving food or food products, including the business of a public warehouse, and the issuance of warehouse receipts and all similar documents, for all lawful and proper purposes.

(4) To buy, sell, own, operate, lease, maintain, or carry on any business venture in connection with the management or ownership of, restaurants, grills, lunch rooms, diners, cabins,

*Examined and marked to Top-Mark, Inc., Trapper, Md.
12-5-58*

motels, hotels, or any other business or businesses of a similar or allied nature.

(5) To buy, sell, raise, grow, purchase, process or in any manner deal in food or food products, in both raw and processed states, for commercial sale or consumption in any business operated by the corporation.

(6) To purchase, lease or otherwise acquire, property, real, personal and mixed, and to own, hold, sell and convey, exchange, encumber, by mortgage or deed of trust, or otherwise deal in, utilize or dispose of such property, real, personal and mixed, and any rights, interest, equities, mortgages and options in, upon or affecting any property; also to acquire, improve, construct, build, own, operate and maintain, lease and sell dwelling houses, motels, hotels, apartment houses, business blocks, store rooms, grills, diners, and other structures and improvements, also to acquire in any lawful manner and to receive, take and hold the title to land of any kind, improved, or unimproved, including farms, ranches, beaches, seashore property, town and city property or lots, and to subdivide, survey or plat any or all of such land.

(7) To act as agent (other than fiscal or transfer), distributor, attorney-in-fact, factor or broker, incident to any or all of the business of this corporation, on commission or otherwise, for individuals, co-partnerships, joint stock associations or corporations, foreign or domestic, including governments or governmental authorities; and aid and assist, promote and conserve the interest of, and afford facilities for the convenient transaction of business by its principals and patrons in all parts of the world.

(8) To purchase shares of its own stock or the stock or securities of any other corporation, domestic or foreign.

(9) To borrow money, and to issue therefor promissory notes and to give as security for its indebtedness mortgages, pledges or other liens upon the corporate assets or property,

real, personal or mixed.

(10) To issue bonds, debentures or other obligations of the corporation and to give as security therefor mortgages, deeds of trust by way of mortgages, pledges or other liens upon the corporate assets or property, real, personal or mixed.

(11) To apply for, acquire, hold, use, sell, pledge, mortgage, license, assign or otherwise acquire, dispose of and deal in letters patent, copyrights, registered trade names and trade-marks, issued or granted by the United States or any foreign country, state, or province, and generally to acquire, dispose of, use, hold, and deal in patents, inventions, articles, processes and improvements.

(12) To enter into, make and perform contracts of every kind for any lawful purpose without limit as to amount with any person, firm, association or corporation.

(13) To acquire the good will, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm, association or corporation, and to pay for the same in cash, stocks or bonds of this corporation, or otherwise.

(14) To do any and all things necessary or desirable or which may be appropriate to promote and attain the objects and purposes hereinabove enumerated.

(15) In general, to carry on any other business in connection with the foregoing, whether manufacturing or otherwise, and to have and exercise all the powers conferred by the laws of Maryland upon corporations, and to do any or all of the things hereinbefore set forth to the extent as natural persons might or could do.

(16) The foregoing enumeration of the purposes, objects, powers and business of the corporation is made in furtherance, and not in limitation, of the powers conferred on the corporation by law, and is not intended, by the mention of any particular purpose, object, power or business, in any manner

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

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is Trappe, Maryland. The resident agent of the Corporation is William H. Adkins, II, whose post office address is Stewart Building, Easton, Maryland, said resident agent being a citizen of the State of Maryland and actually residing therein.

FIFTH: The Corporation shall have not less than three (3), nor more than nine (9) directors, and T. Hughlett Henry, T. Hughlett Henry, Jr., and William H. Adkins, II, shall act as such until the first annual meeting, or until their successors are duly chosen and qualified. The number of Directors may be changed in such lawful manner as the by-laws from time to time may provide.

SIXTH: The total amount of the authorized capital stock of the Corporation is One Million Dollars (\$1,000,000.00) par value, divided into the following classes and amounts:

(1) Two Hundred and Fifty Thousand Dollars (\$250,000.00) par value consisting of Twenty-five Thousand (25,000) shares of the par value of Ten Dollars (\$10.00) per share each, six per cent Class "A" preferred stock.

(2) Two Hundred and Fifty Thousand Dollars (\$250,000.00) par value consisting of Twenty-five Thousand (25,000) shares of the par value of Ten Dollars (\$10.00) per share each, five per cent Class "B" preferred stock.

(3) Two Hundred and Fifty Thousand Dollars (\$250,000.00) par value consisting of Two Hundred Fifty Thousand (250,000)

shares of the par value of One Dollar (\$1.00) per share each, Class "A" voting Common stock.

(4) Two Hundred and Fifty Thousand Dollars (\$250,000.00) par value consisting of Two Hundred Fifty Thousand (250,000) shares of the par value of One Dollar (\$1.00) per share each, Class "B" non-voting common stock.

Stockholders' pre-emptive rights shall attach to shares of stock of all classes except Class "B" non-voting common stock, regardless of whether or not such shares shall fall within the categories listed in subparagraphs (b)(1)-(8), section 26, Article 23, Annotated Code of Maryland (1951).

The following is a description of each class of stock of the Corporation and the privileges, voting powers, restrictions and qualifications thereof:

PREFERRED STOCK

The six per cent Class "A" Preferred stock and the five per cent Class "B" Preferred stock shall have all the same rights, privileges, restrictions and conditions as hereinafter set forth and shall share equally in event of liquidation of the Corporation as herein provided for and the only difference in said stock shall consist of the Class "A" bearing dividend at six per cent and the Class "B" bearing dividend at five per cent. The holders of the said Preferred stock shall be entitled to receive when and as declared by the Board of Directors out of the surplus or net profits of the Corporation dividends at the rate of six per cent or five per cent per annum, respectively, payable annually on the first day of June. The annual dividends on the said Preferred stock shall be paid and declared before any dividend on the Common stock shall be paid and declared or set apart and the dividends shall be cumulative so that if, in any year, dividends amounting to the full six per cent or five per cent, respectively, shall not have been paid on said Preferred stock, the deficiency shall be paid before any dividend shall be paid upon or declared as payable and set apart for said Common stock.

Whenever, in any year, all cumulative dividends on the said Class "A" and Class "B" Preferred stock, issued and outstanding, for all previous years and the accrued installment for such current year shall have been

declared and shall have been paid or set apart from its surplus or net profits, the Board of Directors of the Corporation may then declare dividends on the Common stock of the Corporation, payable then and thereafter out of the remaining surplus or net profits.

In the event of any liquidation, dissolution or winding up (either voluntary or involuntary) of the Corporation, the holders of said Class "A" and Class "B" Preferred stock shall be entitled to be paid in full both the par amount of their shares and all dividends accumulated and unpaid thereon, the remaining assets and funds of the Corporation shall be paid unto the Common stock holders.

Said Class "A" and Class "B" Preferred stock shall have no corporate voting privileges, except and until the said Corporation fails to declare and/or pay the dividends hereinbefore provided for three consecutive years, and upon the failure of the Corporation to declare and/or pay such dividend for three consecutive years as aforesaid, then the holder of each share of said Class "A" and Class "B" Preferred stock shall be entitled to a corporate voting privilege in the ratio of Ten (10) votes per preferred share to one vote per common share. In no event shall the dividends draw interest.

The Board of Directors at their option may declare a recess for the payment of dividends for a period of one year from the date of the issuance of said stock and in the event said option is exercised by the said Board of Directors, the failure to pay said dividend shall not be considered a default, the same shall not be cumulative for the said one year period and the voting privilege of said Preferred stock as hereinbefore set forth shall not be invoked during said one year period.

At the time of the issuance of said Class "A" and Class "B" Preferred stock, the Board of Directors of the Corporation in its sole and absolute discretion shall have the right to elect, to issue with said Preferred stock, a warrant granting the privilege to said holder, of purchasing one or

more shares of the Common stock of the Corporation for each share of the Preferred Stock so purchased or owned, the purchase price and class of common stock to be determined by the Directors, if and when the warrants are issued as aforesaid. The Preferred stock shall be subject to redemption by the Corporation, in whole or from time to time, in part, at the option of the Corporation at the end of two (2) years from the date of its issuance or any time thereafter at the price of Ten Dollars (\$10.00) per share plus any and all accrued and unpaid dividends, after having given such holders not less than thirty (30) days previous written notice of such intent to redeem. In the event less than all of the outstanding Preferred stock is to be redeemed, the redemption may be effected, either by lot or prorata, or in such manner as may be prescribed by resolution of the Board of Directors. After any of the outstanding Preferred stock shall have been called for redemption and the holders thereof duly notified, and the funds necessary to effect such redemption have been set aside by the Board of Directors, the holders thereof shall have no further right as stock holders of the Corporation but shall be entitled, only upon presentation of the certificate, properly endorsed, to receive the redemption value thereof plus accrued dividends or interest as above set forth. Notice of redemption shall be deemed to have been given when addressed to such preferred stock holders at the address recorded in the Books of the Corporation.

COMMON STOCK

The Class "A" voting common stock shall have all of the corporate voting privileges of the Corporation, except the privileges granted the Preferred stock as set forth in the preceding paragraph, and holders of said Class "A" voting common stock shall be entitled to cast one vote for each share held. The Class "B" non-voting common stock shall have no corporate voting privileges of any nature whatsoever.

SEVENTH: (a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class and securities convertible or non-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, subject to such limitations and restrictions, if any, as to pre-emptive rights or otherwise, as may be set forth herein or in the by-laws of the corporation. In particular the Board of Directors of the Corporation are hereby authorized and empowered at their discretion to issue preferred debentures consisting of a Class "A" preferred debenture with interest at six per cent for a total of Two Hundred and Fifty Thousand Dollars (\$250,000.00), the denominations to be at the discretion of the said Board of Directors and in addition thereto a Class "B" debenture bearing interest at five per cent in the total amount of Two Hundred and Fifty Thousand Dollars (\$250,000.00), the denominations thereof to be at the discretion of the said Board of Directors, said Class "A" and Class "B" debentures to be secured and payable in such manner and upon such terms as the Board of Directors shall approve not inconsistent with this paragraph, and further the said Board of Directors may authorize the issuance of warrants or rights with said preferred debenture for the purchase of common stock in the corporation upon the terms and conditions prescribed by the Board of Directors. In addition to the aforesaid rights the said Board of Directors is also authorized to issue unto such employees or personnel of the Corporation as they shall determine, warrants or options to subscribe to any stock of the Corporation upon such terms and conditions in such amounts at such prices and exercisable upon such conditions as the Board of Directors shall by resolution deem appropriate.

(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 or officers of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors or officers individually, or any firm or corporation of which any director or officer 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 or corporation is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director or officer 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 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: Notwithstanding any provision of law requiring

any action to be taken or authorized by the affirmative vote of the holders of a majority or any other designated proportion of any of the shares, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative votes of a majority in number of the aggregate number of votes to which the holders of all the shares outstanding and entitled to vote thereon, shall be entitled.

NINTH: At any time or from time to time, and by vote of the holders of a majority of shares of each class entitled to vote thereon, any of the provisions of these Articles of Incorporation, including but without limiting the generality of the foregoing, any of the terms of any stock of the corporation at the time outstanding, may be amended, altered or repealed (and the said terms changed by classification, reclassification or otherwise) and other provisions authorized by the statutes of the State of Maryland at the time in force may be added or inserted in the manner and at the time prescribed by said statutes; and all rights at any time conferred upon the stockholders of the corporation by its Articles of Incorporation are granted, subject to the provisions of this Section Ninth.

IN TESTIMONY WHEREOF, We have signed these Articles of Incorporation this 21 day of March A. D., 1958.

TEST:

J. Hughlett Henry (SEAL)
T. Hughlett Henry

J. Hughlett Henry, Jr. (SEAL)
T. Hughlett Henry, Jr.

Frances Anne Nelson

William H. Adkins, II (SEAL)
William H. Adkins, II

Queen Anne's

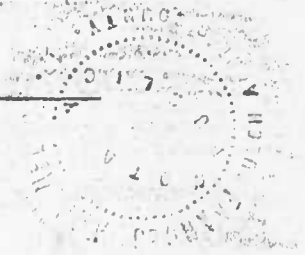
STATE OF MARYLAND, ~~TALBOT~~ COUNTY, to wit:

I HEREBY CERTIFY, that on this 21 day of March,
A. D. 1958, before me, the subscriber, a Notary Public of the

State of Maryland, in and for Queen Anne's County, personally appeared T. Hughlett Henry, T. Hughlett Henry, Jr. and William H. Adkins, II, and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Frances Ann Nelson
Notary Public



My Commission Expires:
May 4, 1959

ARTICLES OF INCORPORATION
OF
TOP MARK, INC.

235

approved and received for record by the State Tax Commission of Maryland,
March 24, 1958 at 9:50 o'clock A. M. as in conformity
with law and ordered recorded.

A 12526

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-74, folio 218, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 200.00 Recording fee paid \$ 22.00

To the clerk of the Circuit Court of Talbot County

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

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

[Handwritten signatures and initials]

[Handwritten signature]
Secretary

August

58

9:00

A.

JTB

9

Corporation

John T. Baynard

TRADER'S PHARMACY, INC.ARTICLES OF INCORPORATIONTHIS IS TO CERTIFY:--

FIRST: That we, the subscribers, Peyton N. Horne, whose post-office address is Easton, Maryland, Thomas M. Payne, whose post-office address is Easton, Maryland, and Thomas Paul Startt, whose post-office address is Easton, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

TRADER'S PHARMACY, 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 conduct a business for the operation of a drug store, wherein prescriptions are prepared and sold, medicines, cosmetics, toilet articles, candies, and all other items used in and pertaining to said business are sold and delivered, either retail or wholesale.

(b) To conduct a business wherein alcoholic beverages are sold and delivered.

(c) To act as agent or broker for any firm, person, corporation or association dealing in the drug products, medicines, cosmetics, toilet articles, alcoholic beverages and items pertaining thereto.

(d) To buy, lease, build, erect, own, hold, maintain, equip, mortgage, sell, or otherwise deal in any and all types of buildings, warehouses, office buildings, and all other structures, machinery or equipment necessary or desirable for the purpose of carrying on the aforesaid business or businesses, or any of them.

(e) To buy, lease, own, hold, mortgage, sell, convey or otherwise deal in or dispose of real or personal property of all kinds that may be considered necessary or desirable for the promotion of any of the above purposes.

(f) To purchase, lease, or otherwise acquire and dispose of real estate, property rights, business, good-will, franchises and assets of every kind of any corporation, firm, partnership or individual, carrying on or having carried on, in whole or in part, any of the aforesaid businesses or any other business

*Examined and Marked to Trader's Pharmacy, Inc.
Easton, Md. 12-18-58*

that the Corporation may be authorized to carry on; and to pay for the same in cash, stock, bonds or other securities of the Corporation or otherwise.

(g) To have the authority, right and privilege to pledge its assets guaranteeing the debts, obligations and liabilities of any other corporation or corporations.

(h) To carry on any of the businesses hereinbefore enumerated or any other business which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or either 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.

(i) The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular 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 limitation relative to corporation which are contained in the general laws of this State.

FOURTH: The post-office address of the place at which the principal office of the Corporation in this State will be located is Easton, Maryland. The resident agent of the Corporation is Peyton N. Horne, whose post-office address is Easton, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have not less than three nor more than five Directors, and Peyton N. Horne, Thomas M. Payne and Thomas Paul Startt 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 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, 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) The Board of Directors of the Corporation is hereby empowered to authorize the purchase by the Corporation out of its surplus, at such time or times and in such amounts, as it shall deem advisable, shares of its own stock of any class, whether now or hereafter authorized, and securities convertible into shares of its own stock whether now or hereafter authorized, at such price or prices as the Board of Directors shall deem to be the fair market value thereof; such purchase or purchases to be for the purpose of resale, reissue or retirement as the said Board may determine.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed this Certificate of Incorporation on March 26, 1958.

Witness as to all signatures:

Shirley C. Greenly

Peyton N. Horne
Peyton N. Horne

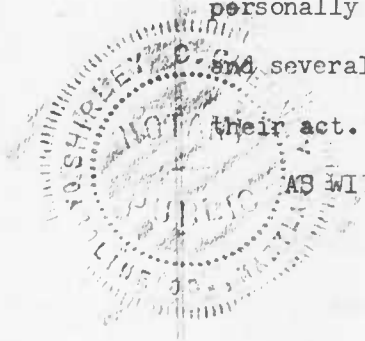
Thomas M. Payne
Thomas M. Payne

Thomas Paul Startt
Thomas Paul Startt

STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 26th day of March, 1958, before me, the subscriber, a Notary Public of the State of Maryland, in and for Caroline County, personally appeared Peyton N. Horne, Thomas M. Payne, and Thomas Paul Startt, and severally acknowledged the foregoing Certificate of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.



Shirley C. Greenly
Shirley C. Greenly, Notary Public

ARTICLES OF INCORPORATION

OF

TRADER'S PHARMACY, INC.

approved and received for record by the State Tax Commission of Maryland,
March 27, 1958 at 9:44 o'clock A. M. as in conformity
with law and ordered recorded.

A 12602

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-75, folio 74, one of the Charter Records of the State Tax
Commission of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

[Handwritten signature]

[Handwritten signature]
Secretary

September 58 9:00 A.

JTB 9

Corporation

John T. Baynard

ARTICLES OF INCORPORATION

MARYLAND HARNESS HORSEMAN'S ASSOCIATION, INC.

FIRST: We, the undersigned, Jacob O. Williams, whose post office address is Federalsburg, Maryland, Norman Willey, whose post office address is Federalsburg, Maryland, and K. Thomas Averngam, whose post office address is Denton, Maryland, each being at least 21 years old, and residents of Caroline County, Maryland, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Corporation Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is MARYLAND HARNESS HORSEMAN'S ASSOCIATION, INC.

THIRD: The purposes for which the corporation/are as follows: to form and carry on a non-profit organization and association for the betterment and promotion of harness horse racing in Maryland; to engage in any lawful social activity or endeavor for the maintenance of high standards in harness horse ownership, breeding, raising and racing, including both trotting and pacing, in the State of Maryland; and generally to have full power and authority to carry on and engage in any lawful activity conferred by statute upon non-profit corporations in connection with its aforesaid purposes.

FOURTH: The post office address of the principal address of the Corporation in this State is c/o Gage B. Ellis, The Village Farm, R.F.D. Easton, Maryland. The name and post office address of the resident agent of the Corporation in this State is Gage B. Ellis, The Village Farm, R.F.D. Easton, Maryland. Said resident agent is a citizen of this State and actually resides herein.

FIFTH: This shall be a non-stock corporation and its members shall constitute its membership.

SIXTH: The number of directors of the Corporation shall be seven (7), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three; and the names of the officers and directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Percy W. Harrison, President, Jacob O. Williams, Vice-President; Essel Farlow, Secretary; Gage B. Ellis, Treasurer; Walter Spearing, Charles Quimby, John McNulty, James Marshall, Arthur Lusby, Charles Keller, and Joseph Eyler.

Examined & mailed to Gage B. Ellis, The Village Farm, Easton, Md. 12-5-58

SEVENTH: The duration of the corporation shall be perpetual. The private property of the members, directors or officers shall never be subject to the payment of corporate debts to any extent whatever.

EIGHTH: The corporation reserves the right to amend, alter, change or repeal any provisions contained herein in any manner now or hereafter prescribed by statute, and to make and amend the by-laws and constitution from time to time as may be found necessary.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 29th day of March, 1958.

WITNESS

Jacob O. Williams (SEAL)
Jacob O. Williams

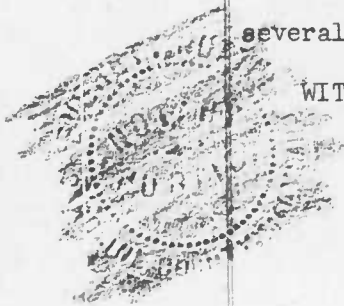
Norman Willey (SEAL)
Norman Willey

Herrell Mattie K. Thomas Everngam (SEAL)
K. Thomas Everngam

STATE OF MARYLAND, CAROLINE COUNTY TO WIT:

I HEREBY CERTIFY, that on this 29th day of March, 1958, before me, the subscriber, a Notary Public, in and for the State and County aforesaid, personally appeared Jacob O. Williams, Norman Willey and K. Thomas Everngam, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal.



Herrell Mattie
Notary Public

ARTICLES OF INCORPORATION
OF
MARYLAND HARNESS HORSEMAN'S ASSOCIATION, INC.

approved and received for record by the State Tax Commission of Maryland,
April 1, 1958 at 11:33 o'clock A. M. as in conformity
with law and ordered recorded.

A 12627

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-75, folio 462, one of the Charter Records of the State Tax
Commission of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

Robert W. Ward
Secretary

*State of Maryland,
Talbot County, To-wit:
Recorded this 25th day of
April A. D. 1958 at 9:50
o'clock A. M. in conformity with
law and received in Liber FTR
75 folio 462 one of the
Charter Records of the
State of Maryland.
John T. Bayne
Recording \$ 2.50 Paid*

September 58 - 9:00 A.
JTB 9

Corporation

John T. Baynard

ARTICLES OF INCORPORATION

OF

TUCKAHOE LIQUOR STORE, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, William W. Potter, whose post office address is Queenstown, Maryland; W. Dukes Meeks, whose post office address is Easton, Maryland; and Sara M. Potter, whose postoffice address is Queenstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

Tuckahoe Liquor Store, Inc.

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

(a) To own, conduct, operate, maintain, and carry on the business of a grocery and liquor store, and to sell beverages, liquids of all kinds, groceries, and gasoline, at retail.

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

(c) To 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

Examined and mailed to Robert C. Thompson, Easton Md. 12-5-58

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

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

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitation 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 Easton, Maryland. The resident agent of the corporation is Robert C. Thompson, whose postoffice address is Easton, 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 1000 shares, without par value, all of which shares are of one class and are designated common stock. No stock shall be transferred upon the books of the corporation, nor shall any sale or transfer or other disposition thereof be effective, unless the stock has first been offered to other Common Stock holders at book value under the terms of an agreement

made by and between all the holders of the common stock.

SIXTH: The Corporation shall have four directors and W. Dukes Meeks, William W. Potter, and Sara M. Potter shall act as such until the first annual meeting, or until their successors are duly chosen and qualify. The number of directors may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three.

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

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

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on March 27, 1958.

WITNESS:

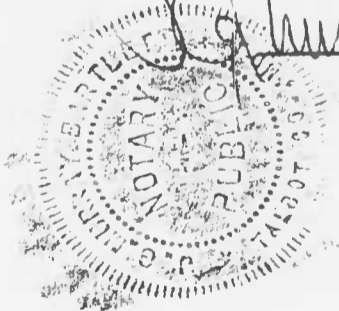
Robert C. Thompson
Robert C. Thompson as to
Robert C. Thompson
Robert C. Thompson as to
Robert C. Thompson
Robert C. Thompson as to

W. Dukes Meeks
W. Dukes Meeks
William W. Potter
William W. Potter
Sara M. Potter
Sara M. Potter

STATE OF MARYLAND)
COUNTY OF TALECT) ss.

This is to Certify, that on 3/27, 1958, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared W. Dukes Meeks, William W. Potter, and Sara M. Potter, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

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

James B. [Signature]
Notary Public


ARTICLES OF INCORPORATION

OF

TUCKAHOE LIQUOR STORE, INC.

approved and received for record by the State Tax Commission of Maryland,

April 7, 1958 at 10:52 o'clock A.M. as in conformity

with law and ordered recorded.

A 12688

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-76, folio 219, one of the Charter Records of the State Tax Commission of Maryland.

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

state of Maryland, Talbot County, To-wit:
Received the 25 day of
April 1958 at 9 ce
o'clock A.M. in presence of
same day in presence of
Talbot County, Maryland
per John T. Baynard
Clerk
\$ 2.50 Fee

To the clerk of the Circuit Court of Talbot County

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

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

[Signature]
Secretary

State of Maryland, Talbot County, To-wit: Received the 25th day of September A.D. 19 58, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB 199 one of the Corporation Record Books of Talbot County.

Per John T. Baynard Clerk.

TUCKAHOE LIQUOR STORE, INC.

ARTICLES OF AMENDMENT

The Tuckahoe Liquor Store, Inc., a Maryland corporation having its principal office in Talbot 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 SECOND section of the articles of incorporation and inserting in lieu thereof the following:

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

TUCKAHOE STORE, INC.

SECOND: 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 April 12, 1958; and there are no shares of stock of the Corporation entitled to vote thereon either outstanding or subscribed for.

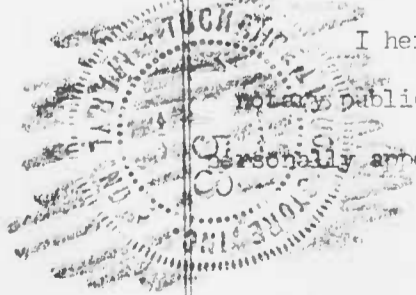
IN WITNESS whereof, the Tuckahoe Liquor Store, Inc. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary or one of its Assistant Secretaries, on April 12, 1958.

Tuckahoe Liquor Store, Inc.

by William W. Potter, Jr.,
William W. Potter, President

Attest: Sara H. Potter,
Sara H. Potter, Secretary

State of Maryland) ss.
County of Talbot)

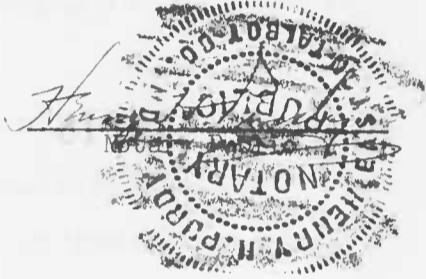


I hereby certify that on April 12, 1958, before me, the subscriber, Notary public of the State of Maryland in and for the County of Talbot, personally appeared William W. Potter, President of the Tuckahoe Liquor

Examined and sealed to Robert C. Thompson. 12-5-58

Store, Inc., a Maryland corporation, and in the name of the said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation; and at the same time personally appeared Sara H. Potter 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 her knowledge, information and belief.

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



APPROVED AND RECORDED IN THE OFFICE OF THE CLERK OF THE DISTRICT COURT OF MARYLAND FOR THE DISTRICT OF MARYLAND

Faint, illegible text, likely bleed-through from the reverse side of the page.

ARTICLES OF AMENDMENT

OF

TUCKAHOE LIQUOR STORE, INC.
changing its name to
TUCKAHOE STORE, INC.

approved and received for record by the State Tax Commission of Maryland,
April 15, 1958 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 12818

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-77, folio 328, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Talbot County

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

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

[Signature]
Secretary

Received by Talbot County, To-wit: Joseph A. M. ...
Recording fee \$2.50 Paid
John I. Baynard

is Charles P. Howard, whose postoffice address is 117 South Harrison Street, Easton, 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 fifteen hundred (1500) shares of the par value of One Hundred Dollars (\$100.00) each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Fifty Thousand Dollars (\$150,000.00).

SIXTH: The Corporation shall have not less than three (3) directors and Charles P. Howard, William H. Fletcher and William Reddie 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, 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 to declare and authorize the payment of stock dividends, and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on May 6, 1958.

WITNESS:

Beverly A. Smith Charles P. Howard (SEAL)
Beverly A. Smith Charles P. Howard

Beverly A. Smith William H. Fletcher (SEAL)
Beverly A. Smith William H. Fletcher

Beverly A. Smith William Reddie (SEAL)
Beverly A. Smith William Reddie

STATE OF MARYLAND, TALBOT COUNTY, TO-WIT:

THIS IS TO CERTIFY, That on this 6th day of May,
in the year Nineteen Hundred and Fifty-Eight, before me, the
subscriber, a Notary Public in and for the State of Maryland and
Caroline County, personally appeared Charles P. Howard, William
H. Fletcher and William Reddie, and severally acknowledged the
aforegoing Articles of Incorporation to be their respective act.

AS WITNESS my hand and Notarial Seal.



Beverly A. Smith
Beverly A. Smith - Notary Public

My Commission expires:

May 4, 1959

24th

October 58 9:00 A.
JTB 9
Corporation

John T. Baynard

ARTICLES OF INCORPORATION

OF

CHESAPEAKE BOWLING LANES, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Charles P. Howard, whose postoffice address is 117 South Harrison Street, Easton, Maryland, William H. Fletcher, whose postoffice address is 302 Linden Avenue, Easton, Maryland, and William Reddie, whose postoffice address is Evergreen Road, Oxford, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

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

CHESAPEAKE BOWLING LANES, INC.

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

(a) To lease, own, manage and operate bowling alleys, together with all sorts and kinds of bowling alley equipment therewith, recreation centers and places of amusement, together with soda fountains, restaurants, confectionaries and other kindred businesses used and operated 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.

*Examined and Mailed to Chesapeake Bowling Lanes, Inc.
Route 507 Easton, Md. 2-5-58*

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

(e) To 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 R.F.D., Route 50, Easton, Talbot County, Maryland. The resident agent of the Corporation

ARTICLES OF INCORPORATION
OF
CHESAPEAKE BOWLING LANES, INC.

approved and received for record by the State Tax Commission of Maryland,
May 7, 1958 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 13054

**APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER**

Recorded in Liber **F-80 folio 81**, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 30.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Talbot County

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

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

Robert W. Ware
Secretary

October 58 9:00 A.

JTB 9

Corporation

John T. Baynard

ARTICLES OF INCORPORATION
OF

HEART ASSOCIATION OF THE UPPER EASTERN SHORE, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Dr. Thurston Harrison and Charles P. Howard, both of Easton, Talbot County, State of Maryland, and Dr. Harold B. Plummer of Preston, Caroline County, State of Maryland, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

SECOND: That the name of the Corporation is: HEART ASSOCIATION OF THE UPPER EASTERN SHORE, INC.

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

a) The study and acquisition, dissemination and application of knowledge concerning the normal heart and circulation, and the causes, diagnosis, prevention, and treatment of disorders of the circulation and diseases of the heart, blood vessels and lymph vessels;

b) The gathering and publication of information upon all aspects of such disorders and diseases, including studies of occupations suitable for patients with diseases or disorders of the heart or circulation;

c) The encouragement of the establishment of special dispensary facilities for patients with such diseases, and of facilities for adequate convalescent care of such patients;

d) To conduct such similar activities in other related fields of medicine and research or through other heart organizations as may seem advisable to its Board of Directors;

e) To solicit, receive and enlist financial or other aid of

ROBERT W. DOWNES, JR.
ATTORNEY AT LAW
DENTON, MARYLAND

Examined and mailed to Robert W. Downes, Jr., Denton, Md. 12-25-58

those of the public in general who may be desirous of contributing to the purposes for which this Corporation is formed; to conduct annual fund raising campaign or campaigns; and to raise money by any other lawful means, for the effectuation of the Corporate purposes;

f) In furtherance of its purposes, to make such grants to or in aid of, or to make donations to or to give assistance to the public in general as may be necessary or desirable to accomplish the Corporate purposes;

g) Without limitation, the Corporation may use such means to achieve its purposes as may seem advisable to its Board of Directors.

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 powers of the Corporation. The Corporation is formed upon the articles and 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 Easton, Talbot County, State of Maryland. The resident agent of the Corporation is Robert W. Downes, Jr., whose postoffice address is Box 291, Denton, Caroline County, State of Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall not be authorized to issue any capital stock and will not be operated for profit nor will any of the proceeds inure to any of its officers or members.

SIXTH: The Corporation shall not have less than twenty (20) or more than forty (40) directors and the exact number thereof shall be fixed by resolution adopted at the annual meeting of members to be held on the third Thursday of May, 1958, and annually thereafter

unless otherwise fixed by the By-Laws. That until the annual meeting of members, the Board of Directors shall consist of the following persons: Dr. Thurston Harrison, Dr. John E. Baybutt, Arlene Baybutt, Mary C. George, Charles P. Howard, Tilghman McCabe, Dr. Louis Welty, and Paul E. Wilson, all of Easton, Talbot County, State of Maryland, Mary H. Blades and Dr. Harold B. Plummer, of postoffice address Preston, Caroline County, State of Maryland, Hugh F. Bunnell, Dr. Robert W. Farr, Dr. Arthur Keefe, Frank Tarbutton and James M. Todd, Jr., all of Chestertown, Kent County, State of Maryland, Dr. Norman Chanaud, A. Sydney Gadd, Jr., Dr. C. Rodney Layton, all of Centreville Queen Anne's County, State of Maryland, Julia Gillespie of Sudlersville, Queen Anne's County, State of Maryland, Gladys Harper and Melvin Milligan of Hurlock, Dorchester County, State of Maryland, Dr. Irwin G. Hoyt, of Queenstown, Queen Anne's County, State of Maryland, Dr. R. L. Wroth of St. Michaels, Talbot County, State of Maryland, Burton Wilkinson of Ridgely, Caroline County, State of Maryland, G. A. McDaniel of Federalsburg, Caroline County, State of Maryland, Dr. E. Paul Knotts and Robert W. Downes, Jr., of Denton, Caroline County, State of Maryland.

SEVENTH: That all of the present members of the unincorporated association known as the Upper Eastern Shore Heart Association with headquarters at Easton, Talbot County, State of Maryland, shall automatically become members of this Corporation and the funds belonging to such Association shall be transferred to the Treasurer of this Corporation.

EIGHTH: Upon dissolution or liquidation of this Corporation, no member shall share in or receive any funds or other assets then remaining in the possession of the Corporation and any such funds or other assets will be contributed to a similar known non-profit, tax exempt organization having the same or similar known purposes and carrying on the same or similar activities.

NINTH: The territory in which the Corporation's operations are to be conducted shall be principally the five Eastern Shore

Counties of Caroline, Dorchester, Kent, Queen Anne's and Talbot.

IN WITNESS WHEREOF, we have made, signed and executed this certificate as of this 30th day of April, One Thousand, Nine Hundred and Fifty-eight.

WITNESS:

Margaret H. Lowe
Margaret H. Lowe
Margaret H. Lowe

Dr. Thurston Harrison (SEAL)
Dr. Thurston Harrison
Charles P. Howard (SEAL)
Charles P. Howard
Dr. Harold B. Plummer (SEAL)
Dr. Harold B. Plummer

STATE OF MARYLAND, CAROLINE COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 30th day of April, 1958, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Dr. Harold B. Plummer, who acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and Notarial Seal.

Blake A. Smith
Notary Public

STATE OF MARYLAND CAROLINE COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 30 day of April, 1958, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Dr. Thurston Harrison and Charles P. Howard, who acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal.

Blake A. Smith
Notary Public

ARTICLES OF INCORPORATION
OF
HEART ASSOCIATION OF THE UPPER EASTERN
SHORE, INC.

approved and received for record by the State Tax Commission of Maryland,
May 8, 1958 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 13090

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber _____
F-80 folio 259, one of the Charter Records of the State Tax
Commission of Maryland.

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

To the clerk of the _____ Court of _____ Talbot County

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

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

[Handwritten Signature]
Secretary

Per John T. Baynard

MCCORD LAUNDRY, INCORPORATED

ARTICLES OF AMENDMENT

McCord Laundry, Incorporated, a Maryland corporation, having its principal office in Easton, Talbot County, Maryland, hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The Charter of the corporation is hereby amended by adding thereto a new section, to be known as Section 7, to read as follows:

7. The Board of Directors of the Corporation is hereby empowered to authorize the purchase by the Corporation out of its surplus, at such time or times and in such amounts, as it shall deem advisable, shares of its own stock of any class, whether now or hereafter authorized, and securities convertible into shares of its own stock whether now or hereafter authorized, at such price or prices as the Board of Directors shall deem to be the fair market value thereof; such purchase or purchases to be for the purpose of resale, reissue or retirement as the said Board may determine.

SECOND: The Board of Directors of the corporation, at a meeting duly convened and held on April 16, 1958, adopted a resolution, in which was set forth the foregoing amendment to Charter, declaring said amendment was advisable and recommending the same, and directing that it be submitted for action thereon at a special meeting of stockholders to be held on April 28, 1958.

THIRD: That thereafter consent in writing to such amendment of Charter was executed by the owners of all of the stock of the corporation issued, outstanding and entitled to vote on such amendment, being all of the issued and outstanding stock of the corporation.

FOURTH: The amendment of the Charter of the corporation, as hereinabove set forth, has been duly advised by the Board of Directors and approved by the stockholders of the corporation.

*Examined and mailed to McCord Laundry, Inc.
Easton, Md. 10-5-58*

IN WITNESS WHEREOF, McCord Laundry, Incorporated, has caused these presents to be signed in its name and on its behalf by its President and attested by its Secretary, on this 16th day of April, 1958.

Attest:

McCORD LAUNDRY, INCORPORATED

By Walter S. McCord
President

Harriett M. DeButts
Secretary
McCORD LAUNDRY, INCORPORATED
STATE OF MARYLAND

STATE OF MARYLAND, COUNTY OF TALBOT, ss:

I HEREBY CERTIFY, that on this 16th day of April, 1958, before me, the subscriber, a Notary Public of the State of Maryland, in and for Talbot County, personally appeared Walter S. McCord, President of McCord Laundry, Incorporated, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation; and at the same time personally appeared Harriett M. DeButts, and made oath in due form of law that she was Secretary of the meeting of the stockholders of said corporation at which the amendment of the Charter of the corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

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

Virginia M. Wall
Notary Public

NOTARY PUBLIC
STATE OF MARYLAND
TALBOT COUNTY

My Commission Expires :
May 4, 1959

X

LIBER 9 PAGE 295

ARTICLES OF AMENDMENT

OF

McCORD LAUNDRY, INCORPORATED

approved and received for record by the State Tax Commission of Maryland,

May 5, 1958

at 9:00 o'clock A. M. as in conformity

with law and ordered recorded.

A 13038

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-79, folio 565, one of the Charter Records of the State Tax
Commission of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

[Handwritten signature]

October 58 9:00 A.
JTB 9

Corporation

John T. Baynard

ARTICLES OF INCORPORATION
OF
THE GRANITE CORPORATION

* * * * *

FIRST: WE, THE UNDERSIGNED, Allison F. Page, whose post-office address is 417 St. David's Road, Wayne, Pennsylvania, David E. Abrahmsen, whose post-office address is 263 Henley Road, Philadelphia 31, Pennsylvania, and David W. H. Dohan, whose post-office address is Darling P. O., Delaware County, Pennsylvania, each being at least twenty-one years of age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves as incorporators with the intention of forming a corporation.

SECOND: The name of the corporation is THE GRANITE CORPORATION.

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

To engage, as principal agent or broker, in the business of buying, selling, renting, leasing, repairing and rebuilding, all types or kinds of earth-moving equipment, construction equipment, power tools and equipment, accessories for all of the foregoing and all other articles of a similar nature, and all articles useful in the repair or maintenance of any of the foregoing.

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

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

Examined & marked by John A. Hunter, St. Michaels, Md. 12-5-58

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

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

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

To aid in any manner any person, firm, association, corporation or syndicate, any shares of stock, shares, bonds, debentures, notes, mortgages or other obligations of which, or any certificates, receipts, warrants or other instruments evidencing rights or options to receive, purchase or subscribe for the same, or representing any other rights or interests

therein, are held by or for this corporation, or in the welfare of which this corporation shall have any interest, and to do any acts or things designed to protect, preserve, improve and enhance the value of any such property or interest, or any other property of this corporation.

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

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

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

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

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

FOURTH: The post-office address of the principal office of the corporation in this State is St. Michaels, Maryland. The name of the resident agent of the corporation is John A. Hunter, and the post-office address of the resident agent is St. Michaels, Maryland. Said resident agent is a citizen of this state, actually residing herein.

FIFTH: The total number of shares of stock which the corporation shall have authority to issue is one thousand, two hundred and fifty (1,250) shares divided into two hundred and fifty (250) shares of Preferred Stock of the par value of One Hundred Dollars (\$100) each and the aggregate par value of Twenty-five Thousand Dollars (\$25,000), and one thousand (1000) shares of Common Stock of the par value of One Dollar (\$1) each and the aggregate par value of One Thousand Dollars (\$1,000), the aggregate par value of all shares of all classes being Twenty-Six Thousand Dollars (\$26,000).

A description of each class of stock with the preferences, conversion and other rights, voting powers, restrictions, limitations as to dividends and qualifications of each class is as follows:

The holders of Preferred Stock shall be entitled to receive earned contingent dividends at the rate of Six Dollars (\$6) per share per annum payable on the first days of January and July in each year and cumulative if, and to the extent, earned in the six months' period ending, respectively, on the next preceding last day of November or May.

The whole or any part of the Preferred Stock outstanding at any time may be redeemed by the corporation at its option upon thirty (30) days' notice at One Hundred and Five Dollars (\$105) per share plus all unpaid earned dividends accrued through the last day of May or November, whichever is later, immediately preceding the redemption date. In case less than the entire number of Preferred Shares outstanding are redeemed, the particular shares to be redeemed shall be determined by lot or in such equitable manner as may be permitted by law and determined by the board of directors. Notice of redemption shall be given by mail addressed to the registered holders of the shares to be redeemed at the addresses appearing on the books of the corporation.

The holders of the Preferred Stock shall, in the case of liquidation or dissolution, voluntary or involuntary, be entitled to be paid the sum of One Hundred and Five Dollars (\$105) plus all unpaid earned dividends before any amount shall be paid to the holders of Common Stock.

Whenever the corporation shall have failed to pay earned dividends totaling Six Dollars (\$6) per share upon the outstanding

Preferred Stock, the holders of the Preferred Stock, voting as a class, shall have the right to elect one director so long as accrued dividends in excess of Six Dollars (\$6) per share or more remain unpaid. Whenever the Corporation shall have failed to earn, declare and pay the semi-annual dividend of Three Dollars (\$3) per share upon the Preferred Stock for two successive six months' periods, the holders of the Preferred Stock, voting as a class, shall have the right to elect one director until the corporation has earned and paid the full Three Dollars (\$3) per share dividend for one six months' period.

Except as above provided and except as may be otherwise required by law, all voting rights of the shareholders shall be vested exclusively in the holders of the Common Stock and the holders of the Preferred Stock as such shall be entitled to no voting rights whatsoever, nor shall they be entitled to notice of any meeting of shareholders.

Holders of the Common Stock shall be entitled to receive out of surplus or net profits such dividends as the Board of Directors shall, in their discretion, determine to distribute, provided, however, that no dividends shall be paid upon Common Stock of the Corporation at any time that cumulated, earned, preferred dividends are in arrears.

SIXTH: The number of directors of the Corporation shall be **three (3)**, which number may be increased or decreased pursuant to the by-laws of the corporation and shall never be less than three (3). The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are: David W. H. Dohan, Allison F. Page and David E. Abrahamsen.

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

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

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

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

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

IN WITNESS WHEREOF, we have signed these articles of incorporation on this 16th day of June, 1958.

WITNESS:

A. Denise Fowler
A. Denise Fowler

Allison F. Page
Allison F. Page

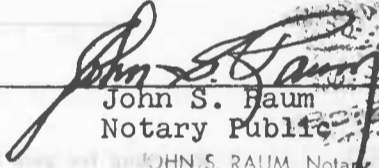
David E. Abrahamsen
David E. Abrahamsen

David W. H. Dohan
David W. H. Dohan

COMMONWEALTH OF PENNSYLVANIA }
COUNTY OF PHILADELPHIA } ss.

I HEREBY CERTIFY that on June 18th, 1958, before me, the subscriber, a Notary Public of the Commonwealth of Pennsylvania, in and for the County of Philadelphia, personally appeared Allison F. Page, David E. Abrahamsen and David W. H. Dohan, ^{jointly} and severally acknowledged the foregoing Articles of Incorporation to be their act.

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


John S. Raun
Notary Public
JOHN S. RAUM, Notary Public
PHILA. PHILA. CO.
Commission Expires Jan 17, 1959

ARTICLES OF INCORPORATION
OF
THE GRANITE CORPORATION

approved and received for record by the State Tax Commission of Maryland,
June 14, 1958 at 4:00 o'clock P. M. as in conformity
with law and ordered recorded.

A 13470

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-84 folio 232, one of the Charter Records of the State Tax
Commission of Maryland.

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

To the clerk of the Court of Talbot County

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

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

[Handwritten Signature]
Secretary

October 58 9:00 A.

30th

JTB 9

Corporation

John T. Baynard

ARTICLES OF INCORPORATION

OF

ST. MICHAELS LOCKER PLANT, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Charles E. Covey, whose postoffice address is Trappe, Maryland, Julian G. Hopkins, whose postoffice address is St. Michaels, Maryland, and William S. Mayer, whose postoffice address is St. Michaels, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

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

ST. MICHAELS LOCKER PLANT, INC.

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

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

(b) To carry on all or any of the businesses of ice makers, ice manufacturers, ice dealers, refrigerating storekeepers, and makers, manufacturers, importers, merchants and dealers of and in freezing and refrigerating agents, mixtures and mediums of all descriptions, both natural and artificial; to buy, sell, or let out to hire and deal in icemaking

Examined and Mailed to St. Michaels Locker Plant, Inc. St. Michaels, Md. 12-5-58

machines, and refrigerating machines, chambers, apparatus, implements and appliances of all kinds and descriptions.

(c) To buy and sell at wholesale and retail and to ship and transport wood, coal, fuel oil and fuel of every kind and description and to construct, purchase, lease and operate docks, yards, tanks and warehouses, such business to be carried on in this state and elsewhere.

(d) To raise, buy, process and sell at wholesale and retail poultry, meats, seafood, vegetables, frozen products, canned products and staples of every kind and nature.

(e) To lease, rent and operate cold storage locker units.

(f) 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.

(g) 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.

(h) 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.

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

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

FOURTH: The postoffice address of the principal office of the Corporation in this State is St. Michaels, Talbot County, Maryland. The resident agent of the Corporation is William S. Mayer, whose postoffice address is St. Michaels, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the corporation has authority to issue is one thousand (1000) shares of the par value of One Hundred Dollars (\$100.00) each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The Corporation shall have not less than three (3) directors and Charles E. Covey, Julian G. Hopkins and William S. Mayer 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, 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 to declare and authorize the payment of stock dividends, and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchise, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on June 6, 1958.

WITNESS:

Beverly A. Smith *Charles E. Covey* (SEAL)
Beverly A. Smith Charles E. Covey

Beverly A. Smith *Julian G. Hopkins* (SEAL)
Beverly A. Smith Julian G. Hopkins

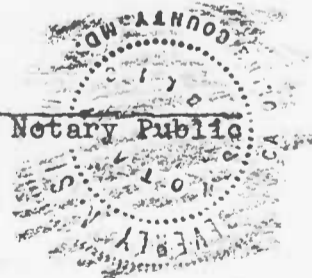
Beverly A. Smith *William S. Mayer* (SEAL)
Beverly A. Smith William S. Mayer

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

THIS IS TO CERTIFY, That on this 6th day of June, in the year Nineteen Hundred and Fifty-Eight, before me, the subscriber, ^{said} ~~Caroline~~ ^{Caroline} a Notary Public in and for the State and County ~~of~~, personally appeared Charles E. Covey, Julian G. Hopkins and William S. Mayer, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

AS WITNESS my hand and Notarial Seal.

Beverly A. Smith
Beverly A. Smith



My Commission Expires:

May 4, 1959

LIBER 9 PAGE 309
ARTICLES OF INCORPORATION
OF

ST. MICHAELS LOCKER PLANT, INC.

approved and received for record by the State Tax Commission of Maryland,
June 9, 1958 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 13454

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

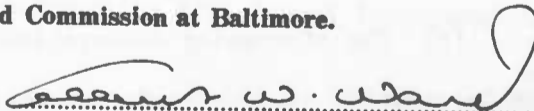
Recorded in Liber F-84, folio 150, one of the Charter Records of the State Tax
Commission of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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


Secretary

30th

October 58 9:00 A.

JTB 9

Corporation

John T. Baynard

TALBOT FOOTBALL, INC.

ARTICLES OF INCORPORATION.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Earl L. Truett, whose postoffice address is Easton, Maryland; Harry N. Wilson, whose postoffice address is Easton, Maryland; and William H. Norris, Jr., whose postoffice address is Easton, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

TALBOT FOOTBALL, 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 instill in the youth of Talbot County and surrounding area the training of life to supplement the erudition of schools; to implant in their minds the ideals of duty, fidelity, sportsmanship, courage, reverence, obedience and humility, that they may be armed with the wisdom that tradition and experience, culture and conflict can cooperate to give.

(b) To provide, organize and supervise competitive athletic games for the youth of Talbot County, Maryland, area.

(c) To buy, lease, own, hold, mortgage, sell, convey or otherwise deal in or dispose of real or personal property of all kinds that may be considered necessary or desirable for the promotion of any of the above purposes.

(d) 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.

Exhibited and Mailed to Earl L. Truett Easton, Md. 12-5-58

2.

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 place at which the principal office of the Corporation in this State will be located is Easton, Maryland. The resident agent of the Corporation is Earl L. Truett, whose postoffice address is Easton, Maryland. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have not less than three nor more than fifty Directors, and Earl L. Truett, Harry N. Wilson and William H. Norris, Jr., all of Easton, Maryland, shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: There shall be no authorized capital stock of the said Corporation.

SEVENTH: The duration of the Corporation shall be perpetual.

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

WITNESS:
As to all signatures.

Thos. H. Spive

Earl L. Truett
Earl L. Truett

Harry N. Wilson
Harry N. Wilson

William H. Norris Jr.
William H. Norris, Jr.

STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

I HEREBY CERTIFY, That on this *2nd* day of *May* 1958, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Earl L. Truett, Harry N. Wilson and William H. Norris, Jr. and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

Heleen ...
Notary Public

My commission expires: *May 4, 1959*



LIBER 9 PAGE 312
ARTICLES OF INCORPORATION
OF
TALBOT FOOTBALL, INC.

approved and received for record by the State Tax Commission of Maryland,
June 17, 1958 at 1:49 o'clock P. M. as in conformity
with law and ordered recorded.

A 13538

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

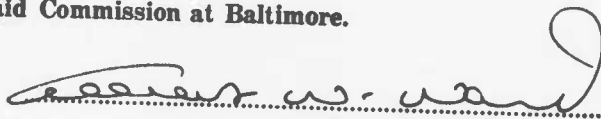
Recorded in Liber F-85, folio 67, one of the Charter Records of the State Tax
Commission of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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


Secretary

October 58 9:00 A. 30th
JTB 9
Corporation

John T. Baynard

ARTICLES OF INCORPORATION

SECOND WIND CORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, T. Hughlett Henry, T. Hughlett Henry, Jr., and William H. Adkins, II, all of whose post office addresses are Easton, Talbot County, Maryland, and all of whom are at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

SECOND WIND CORPORATION

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

To organize, finance and operate a care home for the physical, mental and spiritual rehabilitation of alcoholics. In accomplishing this purpose, the Corporation shall be a charitable, non-profit corporation, and no part of its net earnings shall inure to the benefit of any director, officer, member, or other individual.

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

- (a) To stimulate the interest of the citizens of Talbot County and adjacent areas in programs for the rehabilitation of alcoholics; to conduct educational programs; to solicit and receive contributions in support of its purposes;

Examined and Made by William H. Adkins, Jr. 12-5-58

and to participate in United Fund and/or community chest fund-raising activities.

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

(c) To purchase, lease, 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 borrow or otherwise 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.

Except as limited by the statement of the general purposes and specific objectives of the Corporation, the foregoing enumeration is made in furtherance and not in limitation of the powers conferred on the Corporation by law.

FOURTH: The post-office address of the principal office of the Corporation in this State is C/o Eugene S. Brooks, Royal Oak, Maryland. The resident agent of the Corporation is William H. Adkins, II, Stewart Building, Easton, Maryland; said resident agent being a citizen of the State of Maryland and actually residing therein.

FIFTH: The Corporation is not authorized to issue any capital stock. The members shall consist of the Board of Directors and such other members as may be provided for in the By-Laws. Members may be chosen, may resign, or may be removed as provided in the By-Laws, which may prescribe different classes of members, and the rights, privileges, powers and duties of each class.

SIXTH: The Corporation shall have at least three (3) directors, and such additional directors, not to exceed a total of nine (9) as may be provided for from time to time in the By-Laws. The following named persons shall act as directors until the first annual meeting after incorporation and/or until their successors are duly chosen and qualified: Eugene S. Brooks, Lydia V. Brooks, and Allen J. Miller.

SEVENTH: The Corporation shall have such officers, with such powers and duties, as the By-Laws may provide.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 9th day of June, one thousand nine hundred and fifty-eight.

WITNESS:

Francis Ann Nelson

T. Hughlett Henry (SEAL)
T. Hughlett Henry

Francis Ann Nelson

T. Hughlett Henry, Jr. (SEAL)
T. Hughlett Henry, Jr.

Francis Ann Nelson

William H. Adkins, II (SEAL)
William H. Adkins, II

STATE OF MARYLAND, TALBOT COUNTY, to wit:

THIS IS TO CERTIFY, that on this 9th day of June, 1958, before me, the subscriber, a Notary Public of the State of Maryland, in and for Queen Anne's County, personally appeared T. Hughlett Henry, T. Hughlett Henry, Jr. and William H. Adkins, II, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

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

Francis Ann Nelson
Notary Public



My Commission Expires: May 4, 1959

LIBER 9 PAGE 316
ARTICLES OF INCORPORATION
OF
SECOND WIND CORPORATION

approved and received for record by the State Tax Commission of Maryland,
June 10, 1958 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 13469

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

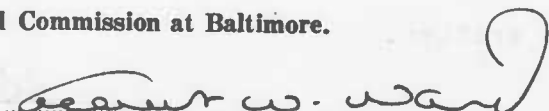
Recorded in Liber F-84, folio 228, one of the Charter Records of the State Tax
Commission of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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


Secretary

30th

October 58 9:00 A.
JTB 9

Corporation

John T. Baynard

ARTICLES OF INCORPORATIONOFTALBOT COUNTY CHAPTER, IZAAK WALTON
LEAGUE OF AMERICA, INCORPORATED,THIS IS TO CERTIFY:

FIRST: That we, the subscribers, J. Holbrook Chapman, whose post office address is Wittman, Maryland, J. Roger Sollers, whose post office address is Easton, Maryland, and W. Stuart Thompson, Jr., whose post office address is Easton, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is TALBOT COUNTY CHAPTER, IZAAK WALTON LEAGUE OF AMERICA, INCORPORATED.

THIRD: The purposes for which the Corporation is formed and the objects to be carried on and promoted by it are as follows: To conserve, maintain, protect and restore the natural resources of the United States of America, including particularly but not exclusively, forests, soil, waters and wildlife; to take all appropriate and possible steps to educate the public with respect to such resources and the enjoyment and wholesome utilization thereof; to encourage and promote strict enforcement of all conservation and game laws; and to cooperate with all public officials, organizations and individuals in accord with the objectives of the Izaak Walton League of America. For the purposes aforesaid, the Corporation shall have the following powers:

(a) To buy, lease, build, own, hold, maintain, equip, mortgage, sell or otherwise deal in real and personal property of all kinds and classes, wheresoever the same may be situate, in the State of Maryland or elsewhere in the United States of America.

(b) To purchase, lease or otherwise acquire and dispose of real estate, property rights, business, good-will, franchises and assets of

Examined and mailed to Joe R. Boygenick, Easton, Md. 12-5-58

every kind of any corporation, firm, partnership or individual, 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 pay for the same in cash, stock, bonds or other securities of the Corporation, or otherwise.

(c) To carry on any of the businesses hereinbefore enumerated or any other business which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or either of them, to facilitate the transaction of its aforesaid businesses, 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.

(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 the interest thereon, by mortgage upon, pledge, 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 exercise all and every the powers and rights conferred on corporations generally by the laws of the United States of America, the State of Maryland and all other states and countries in which the Corporation may do business; to conduct its business in the State of Maryland and elsewhere in the United States of America, provided that, in the transaction of its business, the Corporation shall be subject to the laws and statutes of each state in which the same may be transacted or its property may be located.

It is the intention that the Corporation shall be authorized to exercise and enjoy all other powers, rights and privileges granted to or conferred upon corporations of this character by the laws of the State of Maryland, and that the enumeration of powers herein is not intended as exclusive or in limitation of, or as a waiver of, any other powers, rights or privileges, granted or conferred by the laws of the State of Maryland, now or hereafter in force, except as in this Article expressly limited or restricted, but in furtherance of the same.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State shall be located will be Easton, Maryland. The resident agent of the Corporation is Joe R. Doupnik, whose post office address is Easton, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have ten (10) directors, and J. Holbrook Chapman, J. Roger Sollers, Joe R. Doupnik, W. Stuart Thompson, Jr., Harry L. Giles, Ralph H. Sartor, J. Carson Riley, Fletcher Hanks, Clarence L. Collison and Walter L. Sheeler shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The Corporation shall have no capital stock.

SEVENTH: Members of the Corporation shall be elected from time to time in such a manner as may be prescribed or authorized by the By-laws.

EIGHTH: The members of the Corporation shall pay such initiation fees and dues as may from time to time be prescribed or authorized by the By-laws.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 9th day of June, A. D. 1958.

WITNESS:

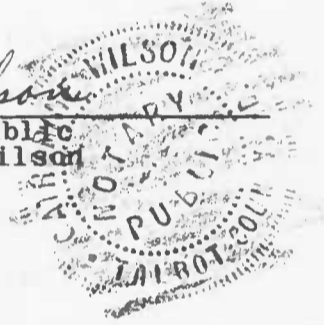
<u>Catherine Wilson</u> Catherine Wilson	as to	<u>J. Holbrook Chapman</u> Holbrook Chapman
<u>Catherine Wilson</u> Catherine Wilson	as to	<u>J. Roger Sollers</u> J. Roger Sollers
<u>Catherine Wilson</u> Catherine Wilson	as to	<u>W. Stuart Thompson, Jr.</u> W. Stuart Thompson, Jr.

STATE OF MARYLAND, TALBOT COUNTY, to-wit:

THIS IS TO CERTIFY, That on this 9th day of June, A.D. 1958, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared J. Holbrook Chapman, J. Roger Sollers and W. Stuart Thompson, Jr., to me personally known, and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

Catherine Wilson
Notary Public
Catherine Wilson



My Commission Expires: May 4, 1959

[Faint handwritten signatures and text]

LIBER 9 PAGE 321
ARTICLES OF INCORPORATION

OF

TALBOT COUNTY CHAPTER, IZAAK WALTON LEAGUE OF
AMERICA, INCORPORATED

approved and received for record by the State Tax Commission of Maryland,
June 10, 1958 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 13484

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-84, folio 311, one of the Charter Records of the State Tax
Commission of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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


Secretary

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