1960		
Advance Foam Molding Company	Articles of Dissolution	63
A.B.C. Farm Equipment Company, Inc.	Articles of Incorporation	124
American Legion, Department of Maryland, Blake-Blackston Post No. 117, Inc., The	Same	127
Anthony and Latham, Incorporated	Articles of Amendment, changing its name	151
1961		
American Hatchery Engineers, Inc.	Articles of Amendment	278
Atlantic Adjusters, Inc.	Articles of Incorporation	468
1962		
Aeromechanics, Incorporated	Articles of Incorporation	520
American Finance Company of Easpike, Inc.	Notice of Change of Resident Agent	557
Anthony Realty, Inc.	Changing name from Speed Services, Inc.	594
Avon-Dijon Agency, Inc., The	Articles of Amendment changing name from Supple & Jeffries, Inc.	616
	Articles of Amendment changing name to Bay Street Agency, Incorporated	620
Same	Articles of Sale to Barclay H. Supple, Jr.	628
Same, Transferor		

A

B

1960			
Bayco, Inc.	Articles of Incorporation	36	
Beautycraft Home Products, Inc.	Same	41	
Same	Stock Issuance Statement	81	
1961			
Beavers, Inc., The	Articles of Incorporation	365	
Bachelor's Point Hotel-Marina Corporation -	Same	469	
1962			
Bachelor's Point Hotel-Marina Corporation	Stock Issuance Statement	505	
Bay Street Agency, Incorporated	Articles of Amendment - changing name from The Gron-Nixon Agency, Inc.	620	
Bayco, Inc.	Notice of Change of Principal Office & Res. Agent	624	

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C

1960			
Crockett Bros., Inc.		Notice of Change of Resident Agent	116
Charlotte-Charles Co., Inc.		Articles of Amendment - Samuel Jackson Pierce Co.	164
1961			
Country Squire, Inc., The		Articles of Incorporation	195
Charlotte-Charles Co., Inc.		Name	231
College Cleaners, Inc. To Wm H. Fletcher		Articles of Sale	308
Cold and Scull, Inc.		Articles of Amendment - Changing name	362
1962			
Chancellor Point, Inc.		Articles of Incorporation	479
Chesapeake Insurance Company, The		Articles of Amendment	508
Chancellor Point, Inc.		Stock Issuance Statement	562
Carroll's Shoe Center, Inc.		Changing name pro Esta Incorporation	593.
Crockett Machine Shop, Inc.		Articles of Incorporation	612
Corporation Trust Incorporated		Notice of Change of address - Resident Agent for Attached Corporations	626
Charlotte McCabe, Inc.		Articles of Incorporation	654

C

1960	Delmarva Equipment Company	Stock Issuance Statement	73
1961	Dodd Distributing Company, J.C.	Articles of Incorporation	332
1962	Dorel, Inc	Articles of Incorporation	572
	Defender Packing Company, Inc	Same	607

D

1960	Eastern Shore Nurseries, Inc.	Notice of Change of Resident Agent	1
	Easton Cancellation Shoe Center, Inc.	Articles of Incorporation	102
	Easton Go-Cart Club, Inc.	Same	121
	1961		
	Edge Creek Development Corporation	Articles of Incorporation	392
	Electro-Mesh Services, Inc.	Same	386
	1962		
	Easton Cancellation Shoe Center, Inc. changing name to Carolis Shoe Center, Inc.	Articles of Amendment	591

E

1960	Firstman Family Foundation, Incorporated, The	Articles of Incorporation	20
"	First Easton Corporation	Same	76
"	Food Service Institute, Inc.	Stock Issuance Statement	145
"	Food Service Institute, Inc.	Articles of Amendment	155
1961	Fletcher Enterprises, Inc.	Articles of Incorporation	221
	Fletcher Enterprises, Inc.	Stock Issuance Statement	244
	Fox Foods, Inc.	Articles of Incorporation	255
	Fletcher, Inc., W. H.	Same	290
	Food Service Institute, Inc.	Notice of Change of Address of Resident Agent	320
	Fletcher, Inc., W. H.	Stock Issuance Statement	343
	Fittings, Inc., H. L.	Articles of Incorporation	417
	Food Service Institute, Inc.	Stock Issuance Statement	445
1962			
	Firstman Family Foundation, Incorporated, The	Articles of Amendment	488
	Food Service Institute, Inc.	Stock Issuance Statement	494
	Fletcher, Inc., W. H.	Articles of Amendment - changing name to McCord Laundry, Inc.	661

F

1960	Guard-Seal Sales Corporation	Articles of Dissolution	158	
"	Grain House, Inc.	Articles of Incorporation	186	
1961	German Company, Inc., Howard N.	Articles of Amendment-Changing its name	434	
"	German, Hersloff + Swanson, Inc.	Articles of Amendment	434	

G

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1960	Hatteras Chesapeake Company		Articles of Incorporation	138
1961	Hatteras Chesapeake Company		Articles of Amendment	284
"	Hatteras Chesapeake Company		Change of Address of Resident Agent	288
1962	Hatteras Chesapeake Company		Articles of Amendment	552
	Hatteras Chesapeake Company		Stock Issuance Statement	559

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1961	J.C. Dodd Distributing Company	Articles of Incorporation	332	
	Jackson Trucks Company, Samuel	Articles of Amendment	164	

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1960	Latham Company, The	Articles of Amendment of Anthony Latham, Inc.	151
1961	Laca Realty Company, The	Articles of Incorporation	239
1962	Landon and Willis, Inc.	Articles of Dissolution	513
	Liquid Glaze, Inc.	Articles of Incorporation	543
	Lorie Mfg. Co., Inc.	Same	578
	Same	Stock Issuance Statement	640

L

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1960	Miles River Marina, Incorporated	Articles of Incorporation	47
1961	Mason-Effinger, Inc.	Same	201
"	Menu-Ready Foods, Inc.	Articles of Amendment	266
"	Menu - Ready Foods, Inc.	Stock Issuance Statement	269
"	Menu - Ready Foods, Inc.	Notice of Change of Address of Res. Agt	318
"	Metal Engineering, Inc.	Articles of Incorporation	272
"	Mason-Effinger, Inc.	Stock Issuance Statement	283
"	McCord Laundry, Incorporated to Wm. H. Fletcher	- Articles of Sale	313
"	Metra-Tech Corporation	Articles of Incorporation	375
"	Multifax Company	Articles of Amendment	400
"	Maryland Hatchery Service, Inc.	Articles of Dissolution	437
1962	McCord Laundry, Incorporated	Same	497
	McCabe, Inc. of Charlotte	Articles of Incorporation	657
	McCord's Laundry, Inc.	Articles of Amendment - changing name from W. H. Fletcher, Inc.	661
	Miles Sheet Metal Works, Inc.	Articles of Amendment	664

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1961	Noble Farm Equipment Company, The	—	Articles of Amendment	397	
1962	North Bend Company, The		Articles of Reduction	491	

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1960	Oxford Marina, Inc.		Stock Issuance Statement	27	

1960	Lacemark Corporation, The		Articles of Incorporation	106
"	Lenn Aluminum Construction Company, Incorporated, of Maryland		Articles of Incorporation	118
"	Lacemark Corporation, The		Stock Issuance Statement	148
1961	Late + Dick's, Incorporated		Articles of Incorporation	260

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1960	Sports & Specialties Shop, Inc.	Stock Issuance Statement	3
"	Sports & Specialties Shop of Annapolis, Inc.	Articles of Incorporation	137
"	Samuel Schaw Fuse Company	Articles of Amendment - Changing its name	164
1961	Southern States Farmers Cooperative, Incorporated - Articles of Amendment		217
"	Shore Homes, Inc.	Articles of Incorporation	354
"	Slagle Holdings, Inc.	Same	405
1962	Speed Services, Incorporated	Changing name to Anthony Realty	574
	Shore Investors, Inc.	Articles of Incorporation	655

S

1960	Tilghman Bank, The	Articles of Dissolution	6
"	Temple B'nai Israel Congregation of Easton, Md.	Articles of Incorporation	84
"	Tolson Creek Storage Corporation	Same	97
"	Trinity Cathedral Easton	Articles of Amendment	112
"	Talbot County Sportsmen Club, Incorporated	Articles of Incorporation	167
"	Talbot Marine Dredging Corporation	Same	171
"	Tideland Investment Company, Inc	Same	175
1961	Transit Concrete Supply, Inc.	Same	213
"	Red Arrow Yacht Sales, Inc.	Same	300
"	Talbot Electrical Service & Supply Co., Inc.	Same	337
"	Red Arrow Yacht Sales, Inc.	Stock Issuance Statement	346
"	Talbot Pony League, Inc.	Articles of Incorporation	350
"	Three Rivers Company, Inc.	Articles of Amendment	362
"	Tricefields Corporation	Articles of Incorporation	448
"	Twin Beam Corporation	Same	453
"	The Training Center, Inc.	Same	458
1962	Talbot Trailer Park, Inc.	Same	526
	Tucker Gourmet, Inc.	Same	535
	Trippe & Robbins, Inc.	Same	565
	The Talbot Rod & Gun Club, Incorporated	Articles of Amendment	587
	Trippe & Robbins, Incorporated	Articles of Amendment - changing name to Arrow-Dijon Agency, Inc.	616
	Trippe, Barclay H., Jr., Transferee	Articles of Sale-Arrow-Dijon Agency Inc.	628
	Talbot Industrial Realty Company	Articles of Dissolution	634

T

1961	Universal Aviation Corporation		Notice of Change of Principal Office & Resident Ag.	248	
"	Unitarian Fellowship of Easton, Maryland, Inc		Articles of Incorporation	250	

U

1960	Vredland Buick, Inc.		Articles of Incorporation	91	

V

V

1960	Wightman Electronics, Incorporated	Articles of Incorporation	30
"	Waverly Island Estates, Inc.	Same	52
1961	Windy Hill Cemetery Association, Inc., The	Same	209
"	W. H. Fletcher, Inc.	Same	290
"	Willis Sales, Inc.	Same	322
"	W. H. Fletcher, Inc.	Stock Issuance Statement	343
"	Williamsburg Canning Company, Inc.	Articles of Incorporation	382
"	Witchwin, Inc.	Same	428
"	Wright, Carlton W., Incorporated	Same	411
1962	Workingmen's Loan Association of St. Michaels, Maryland, Inc., The	Articles of Incorporation	530
	Willis & Son, Inc., J. McKenzie	Articles of Amendment	598

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LIBER 11 PAGE 1

State of Maryland, Talbot County, To-wit: Received the 23rd day of July A.D. 19 60 at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

BE IT RESOLVED by the Board of Directors of Eastern Shore Nurseries, Incorporated, that the resident agent of the Corporation be and it is hereby changed to E. SAM HEMMING, whose post office address is Easton, Maryland. The resident agent so designated is an individual actually residing in the State of Maryland

THIS IS TO CERTIFY that I am the Secretary of Eastern Shore Nurseries, Incorporated, a Maryland Corporation, as such am custodian of said Corporation's books and records, and that the aforegoing is an exact copy of a Resolution adopted by said Corporation's Board of Directors duly held on December 5, 1959, at Easton, Maryland, as appears from the minutes of said meeting.

AS WITNESS my hand and the seal of said Corporation this 7th day of December, 1959.

Ruth Irene Hemming
Secretary

Examined & mailed to Eastern Shore Nurseries, Inc., Easton, Md. 9-20-60

LIBER 11 PAGE 2

NOTICE OF CHANGE OF RESIDENT AGENT

OF

EASTERN SHORE NURSERIES, INC.

received for record December 9, 1959 , at 9:26 A. M.

and recorded in Liber F No. 163 Folio No. 212 one of

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

To the Clerk of the Circuit Court of Talbot County

AA № 153

Recording Fee Paid $2.00

LIBER 11 PAGE 3

State of Maryland, Talbot County, To-wit: Received the 23rd day of July A.D. 19 60 at 9:00 o'clock A.M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

SPORTS AND SPECIALTIES SHOP, INC.

STOCK ISSUANCE STATEMENT

SPORTS AND SPECIALTIES SHOP, 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 Corporation has authorized the issuance of seventy-three (73) fully paid and non-assessable shares of preferred stock of the par value of One Hundred ($100.00) Dollars per share, and six hundred and forty-seven (647) fully paid and non-assessable shares of common stock of the par value of Ten ($10.00) Dollars per share of the Corporation for the following consideration, the actual value of which, as determined by the Board of Directors, is not less than Thirty-four thousand eight hundred ($34,800.00) Dollars:

All of the inventory, stock in trade, accounts receivable, good will and all other assets of the business located at 9 N. Harrison Street in Easton, Maryland, operated by Sports and Specialties Shop, Inc., a Pennsylvania corporation; and subject to the liabilities of said business.

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 June 1, 1957.

IN WITNESS WHEREOF, the SPORTS AND SPECIALTIES SHOP, INC. has caused these presents to be signed in its name and on its behalf by its President and its Corporate Seal to be hereto affixed and attested by its Treasurer on June 1, 1957.

ATTEST:

Sarah W Todd
Sarah Todd, Treasurer

SPORTS AND SPECIALTIES SHOP, INC.

BY: Adelaide N. Paul
Adelaide N. Paul, President

MILLER, WHEELER, THOMPSON & THOMPSON, EASTON, MARYLAND

Recorded & Mailed To Sports & Specialties Shop Inc. 11 Simon Street, Easton, Md 9-30-60

STATE OF MARYLAND, COUNTY OF TALBOT, TO WIT:

I HEREBY CERTIFY, That on this 1st day of June, 1957, before me, the subscriber, a Notary Public of the State of Maryland in and for the County of Talbot, personally appeared ADELAIDE N. PAUL, President of SPORTS AND SPECIALTIES SHOP, 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 SARAH TODD, and made oath in due form of law that she was treasurer 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.

Henry H. Purdy
Notary Public

HENRY H. PURDY NOTARY PUBLIC TALBOT CO. MD.

LIBER 11 PAGE 5

STOCK ISSUANCE STATEMENT

OF

SPORTS AND SPECIALTIES SHOP, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 1, 1959 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 2086

Recorded in Liber 7162 **, folio** 418 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

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

To the clerk of the Circuit **Court of** Talbot County

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

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

Charles H. Clayton
Director.

LIBER 11 PAGE 6

State of Maryland, Talbot County, To-wit: Received the 23rd day of July A.D. 19 60, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 311 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the THE TILGHMAN BANK

were received for record on December 24, 19 59, in accordance with the provisions of Sec. 77 of Art. 23 of the Code (1957 Edition).

Albert W. Ward
Director

Edward Baxter, Jr., Tilghman, Md. 9-20-60

ARTICLES OF DISSOLUTION

OF

THE TILGHMAN BANK

1. The name of the corporation is The Tilghman Bank, and the post office address of its principal office in this State is Tilghman, Talbot County, Maryland.

2. 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 Harry T. Barton, Jr., Tilghman, Talbot County, Maryland. Said resident agent is an individual actually residing in this State.

3. The name and post office address of each of the directors of the corporation are as follows:

J. Frank Fairbank	Tilghman, Maryland
Clifford C. Faulkner	Tilghman, Maryland
Wilmer W. Fluharty	Tilghman, Maryland
George K. Harrison	Sherwood, Maryland
Kenneth E. Harrison	Tilghman, Maryland
Stanley R. Harrison	Sherwood, Maryland
William F. Howeth, Jr.	Wittman, Maryland
A. Gumby Reese	St. Michaels, Md.
Guy M. Reeser	Tilghman, Maryland

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

Name	Address	Title
Harry R. Howeth (deceased)	Office not filled	President
G. K. Harrison	Sherwood, Maryland	Vice-President
Harry T. Barton, Jr.	Tilghman, Talbot County, Maryland	Cashier

5. The dissolution of the corporation has been duly advised by all of the directors at a meeting of the Board of Directors duly called and held on the 22nd day of October, 1957; that notice of a Special Meeting of the Stockholders to take action on said dissolution as directed by the directors was given to all stockholders entitled to vote thereon as required by law; that the dissolution of the corporation as so proposed was authorized by the stockholders of the corporation at said Special Meeting held on the 27th day of November, 1957, by the affirmative vote of 2025 shares out of a total of 2500 shares of stock entitled to vote thereon; that 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 the Charter of the Corporation and by the laws of Maryland.

6. The corporation has no known creditors.

7. Pursuant to action of the directors and stockholders of the corporation, as required by law, The Tilghman Bank is hereby dissolved.

Attest:

THE TILGHMAN BANK

Harry [illegible]
Cashier

By: George K. Harrison
Vice-President

STATE OF MARYLAND :
TALBOT COUNTY : SS

I HEREBY CERTIFY, That on this 10th day of November, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for Talbot County, personally appeared George K. Harrison, Vice-President of The Tilghman Bank, 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 Harry T. Barton, Jr., and made oath in due form of law, that he was secretary of the meeting of the stockholders of said corporation at which the dissolution of the corporation therein set forth was authorized, and that the matters and facts set forth in said Articles of Dissolution are true to the best of his knowledge, information, and belief.

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

My Commission expires
May 1- 1961

Cornelia D. Wightson
Notary Public

LIBER 11 PAGE 10

ANNE ARUNDEL COUNTY

OFFICE OF

TREASURER

ANNAPOLIS, MARYLAND

EDWARD M. DUNN, JR.
County Treasurer

OFFICE HOURS
10 A.M. - 4 P.M.

Dec. 11,1959

To Whom it may concern:-

This is to certify that there are no open taxes assessed in the name of,

The Tilghman Bank,
of Md.

~~We have no record of ever having received a certification from the State Tax Commission as to taxes being involved in this County~~

Ass't. Treasurer

Examined

LIBER 11 PAGE 11

WILLIAM S. ORME
Treasurer of Caroline County
DENTON, MARYLAND

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

THE TILGHMAN BANK

have been paid.

WITNESS my hand this Ninth day of December, 1959.

W S Orme
Treasurer

LIBER 11 PAGE 12

STATE OF MARYLAND
TALBOT COUNTY

OFFICE OF COUNTY TREASURER
W. FRAMPTON CARROLL, TREASURER

EASTON, MD.

Dec. 9, 1959

PAID TAX CERTIFICATION FORM
or
TAX CLEARANCE CERTIFICATE

This is to certify that the books of the Treasurer of Talbot County reflect that all taxes levied on assessments made by the State Department of Assessments and Taxation and billed by and payable to this collecting authority by The Tilghman Bank have been paid through 1957.

W. Frampton Carroll
W. Frampton Carroll, Treas.

PlS. The above is the last received by this office.

LIBER 11 PAGE 13

COMMISSIONERS OF ST. MICHAELS

ST. MICHAELS, MARYLAND

December 9, 1959

This is to certify the Tilghman Bank does not have any unpaid taxes due the Town of St. Michaels.

Mary A. Sewell

Mary A. Sewell
Collector of Taxes for
the Town of St. Michaels
Talbot County, Maryland

LIBER 11 PAGE 14

Baltimore County, Maryland

OFFICE OF FINANCE

Division of Collection and Receipts

COURT HOUSE

TOWSON 4, MARYLAND

NORMAN W. WOOD
DIRECTOR OF FINANCE

WALTER R. RICHARDSON
DEPUTY DIRECTOR OF FINANCE

December 9, 1959

TELEPHONE
VALLEY 3-3000

FERD J. EINSCHUTZ
DIVISION SUPERVISOR

Mr. Edmund P. Dandridge, Jr., Attorney
1409 Mercantile Trust Building
Baltimore & Calvert Streets
Baltimore 2, Maryland

Dear Mr. Dandridge:

THIS IS TO CERTIFY THAT, the books of the Division of Collection & Receipts of Baltimore County show that all Tangible Property taxes and charged due the State of Maryland and Baltimore County payable through this office, have been paid up to and including the year 1957, by

THE TILGHMAN BANK, located in Tilghman, Maryland.

There has been no certification for the years 1958 and 1959.

Very truly yours,

Ferd J. Einschutz

Ferd J. Einschutz,
Division Supervisor

FJE:ep

LIBER 11 PAGE 15

TREASURER'S OFFICE

DORCHESTER COUNTY

PHONE 163

CAMBRIDGE, MD.

December 11, 1959

To Whom It May Concern:

This is to certify that all taxes certified to this office for the Tilghman Bank have been paid. However, the last certification received was for the year 1957.

Very truly yours,

Fred W. Lucas

FRED W. LUCAS, TREASURER

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

LIBER 11 PAGE 16

THE MAYOR AND COUNCIL
EASTON, MARYLAND

M. EVELYN STARTT
TOWN CLERK

December 21, 1959

Mr. Edmund P. Dandridge, Jr.
1409 Mercantile Trust Building
Baltimore and Calvert Streets
Baltimore, 2, Md.

Dear Mr. Dandridge:

This is to certify that there are no taxes due the Town of Easton on assessment against The Tilghman Bank by the State Tax Commission.

Yours very truly,

THE MAYOR AND COUNCIL OF EASTON

M. Evelyn Startt

M. Evelyn Startt, Town Clerk

LIBER 11 PAGE 17

C. MEREDITH BOYCE
TREASURER

MARTIN EPPLE
DEPUTY TREASURER

CITY OF BALTIMORE 1797

WILLIAM M. KINNERSLEY, JR.
SUPERINTENDENT OF RECEIPTS
PLAZA 2-2000, EXT. 2231-2232

HERMAN J. WARNS
ASST. SUPT. OF RECEIPTS
PLAZA 2-2000, EXT. 2234

DEPARTMENT OF THE TREASURER

BUREAU OF RECEIPTS
MUNICIPAL BUILDING
BALTIMORE - 2, MARYLAND

December 10, 1959

TO WHOM IT MAY CONCERN:

THIS IS TO CERTIFY - that Maryland Corporation tax bills in the name of The Tilghman Bank are paid to and including the year 1957. The 1958 and 1959 assessments have not as yet been reported by the State Department of Assessments and Taxation for collection.

Yours respectfully,

J. A. Naughton
Billing Supervisor

JAN/gs

APPROVED:

Herman J. Warns
Asst. Superintendent of Receipts

LIBER 11 PAGE 18

STATE OF MARYLAND

COMPTROLLER OF THE TREASURY

STATE TREASURY BUILDING

ANNAPOLIS, MARYLAND

LOUIS L. GOLDSTEIN
COMPTROLLER

BERNARD F. NOSSEL
CHIEF DEPUTY

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

THE TILGHMAN BANK

have been paid.

WITNESS my hand and official seal this twenty-first day of December A. D. 1959.

Deputy Comptroller

LIBER 11 PAGE 19

ARTICLES OF DISSOLUTION

OF

THE TILGHMAN BANK

approved and received for record by the State Department of Assessments and Taxation of Maryland December 24, 1959 **at** 10:25 **o'clock** A. M. **as in conformity with law and ordered recorded.**

A 2391

Recorded in Liber 2166 **, folio** 128 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Special Fee
~~Bonus tax~~ **paid $** 10.00 **Recording fee paid $** 24.00

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 Department of Assessments and Taxation of Maryland.

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

Charles M. Bratgus
Director

Examined & Marked to The Firstman Family Foundation, Inc. 215 N. Washington St., Easton, Md. 9-20-60

LIBER 11 PAGE 20

State of Maryland, Talbot County, To-wit: Received the 15th day of Aug. A.D. 19 60 at 9:00 o'clock A.M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

ARTICLES OF INCORPORATION

OF

THE FIRSTMAN FAMILY FOUNDATION, INCORPORATED

THIS IS TO CERTIFY:-

First:- That we, the subscribers, Hyman N. Firstman, whose Post Office address is 215 North Washington Street, Easton, Maryland; John Gordon Firstman, whose Post Office address is 215 North Washington Street, Easton, Maryland; and Edith M. Harper, whose Post Office address is 215 North Washington Street, Easton, Maryland and all being of legal age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves together with the intention of forming a corporation.

Second:- The name of the corporation (which is hereinafter called "corporation") is The Firstman Family Foundation, Incorporated.

Third:- The principal office of the corporation is to be located at 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.

Fourth:- The purposes for which the corporation is formed and the objects to be carried on and performed by it are as follows:-

1. To collect from charitable persons, firms and corporations, by gift, conveyance, transfer, settlement, devise and bequest, or in any other manner or manners, lands, buildings, bonds, shares of corporate stock, moneys, clothing, food and any and all other kinds of property by any name and nature and to manage and invest the same, and to distribute in the discretion of the Trustees any portion of income and/or corpus of said gifts, exclusively for:-

(a) Religious, charitable, scientific, literary or educational purposes or for the prevention of cruelty to children or animals, but no part of such corpus or income shall inure to or be spent for the benefit of any private trustee, director or individual, and no substantial part of the activities shall constitute the carrying on propaganda or otherwise attempting to influence legislation.

(b) Payments to the United States, any State, territory, or any political sub-division thereof, or the District of Columbia, or any possession of the United States, for exclusively public purposes.

(c) Payments to the special fund for vocational rehabilitation authorized by Section 12 of the World War Veterans' Act 1924, 43 Stat. 611 (U.S.C. Title 38, Sec. 440)

(d) Payments to posts or organizations of War Veterans, or auxiliary units or societies of any such posts or organizations, if such posts, organizations, units or societies, are organized in the United States or any of its possessions and if no part of their net earnings inures to the benefit of any private shareholder or individual.

(e) Payments to a domestic fraternal society, order or association, operating under the lodge system, but only if such contributions or gifts are to be used exclusively for religious, charitable, scientific, liberary or educational purposes, or for the prevention of cruelty to children or animals.

The trustees shall have complete discretion and control as to what portion of said property and property rights shall be devoted to each of said authorized purposes.

2. Exclusively in the furtherance of the above charitable purposes, said organization shall have the following powers:-

(a) To purchase or otherwise acquire, lease, assign, mortgage, pledge, or otherwise dispose of any trade name, trade marks, concessions, inventions, formulae, improvements, processes of any nature whatsoever, copyrights, and letters patent of the United States and of foreign countries, and to accept and grant licenses thereunder.

(b) To subscribe or cause to be subscribed to and to purchase or otherwise acquire, hold for investment, sell, assign, transfer, mortgage, pledge, exchange, distribute, or otherwise dispose of the whole or any part of the shares of the capital stock, bonds, coupons, mortgages, deeds of trust, debentures, securities, obligations, notes and other evidences of indebtedness of any corporation, stock company, or association, now or hereafter exisitng, and whether created by or under the Laws of the State of Maryland or otherwise, and while owner of any said share of capital stock or bonds or other property, to exercise all the rights, powers, and privileges of ownership of every kind and description, including the right to vote thereon, with power to

designate some person for that purpose from time to time to the same extent as natural persons might or could do.

(c) To borrow or solicit money for furtherance of the corporate purposes.

(d) In the event that any gift, conveyance, transfer, settlement, devise or bequest is made for a designated restricted purpose, then if such restricted purpose, is within the purview of the corporate powers herein, the trustees may accept and expend such funds or property for the designated purpose. But no gift, conveyance, transfer, settlement, devise or bequest of any property, of any name or nature shall be accepted by said corporation from any donor who reserves unto himself or any other private individual, corporation or association, any remainder, reversion, possibility of reverter, or executory interest, or any interest of any kind which might under any contingency vest the gift, conveyance, transfer, settlement, devise or bequest or any portion of it in any private individual, corporation or association.

3. To purchase, sell, mortgage, lease, improve and deal in real estate and personalty wheresoever situated, and to construct, equip, operate, lease, rent, hire and manage buildings of every kind and description.

4. To do all other acts and things which may in the discretion of the trustees, be calculated to further the above charitable purposes, and to that end to organize and maintain other charitable, religious or educational institutions or agencies.

5. To exercise all of the above powers in the discretion of the trustees, in any or all States, territories and districts of

the United States, subject, however, as to each and every power, to any limitations imposed by the General Laws pertinent to charitable corporations in Maryland.

Fifth:- The membership of this corporation shall consist at all times of the members of the Board of Trustees and their successors in office.

Sixth:- There shall be no capital stock in this corporation, nor shall any of its funds be donated to any corporation or association organized for pecuniary benefit.

Seventh:- The management of the affairs of said corporation shall be vested in a Board of no less than three Trustees. The Board of Trustees may by appropriate By-Laws amend the number of Trustees, provided that at no time shall there be less than three; and a majority of said Trustees shall at all times be authorized and empowered to fill all vacancies in their number. The following shall constitute the Board of Trustees until the first annual meeting and until their successors are duly elected and qualified, viz: Hyman N. Firstman, John Gordon Firstman and Edith M. Harper.

Eighth:- The Board of Trustees shall adopt By-Laws for the management, regulation and control of the affairs, the property and the foundation of the corporation, provided, however, that said By-Laws shall not be inconsistent with this Certificate of Incorporation and the Laws of the State of Maryland.

Such By-laws may be amended by a majority of said Board of Trustees.

IN WITNESS WHEREOF we have signed the Articles of Incorporation this 6th day of January, 1960.

WITNESS:

Hilda F. Knox

Hyman N. Firstman (SEAL)
Hyman N. Firstman

John Gordon Firstman (SEAL)
John Gordon Firstman

Edith M. Harper (SEAL)
Edith M. Harper

STATE OF MARYLAND, COUNTY OF TALBOT, TO WIT:

On this the 6th day of January, 1960, before me, a Notary Public, the undersigned officer, personally appeared Hyman N. Firstman, John Gordon Firstman and Edith M. Harper, known to me (or satisfactorily proven) to be the persons whose names are subscribed to the within instrument and acknowledged that they executed the same for the purposes therein contained.

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

Hilda F. Knox
Hilda F. Knox, Notary Public

My Commission Expires
May 1, 1961

LIBER 11 PAGE 26

ARTICLES OF INCORPORATION

OF

THE FIRSTMAN FAMILY FOUNDATION, INCORPORATED

(SEAL) **approved and received for record by the State Department of Assessments and Taxation of Maryland** January 12, 1960 **at** 9:00 **o'clock** A. **M. as in conformity**

(SEAL) **with law and ordered recorded.**

(SEAL)

A 2802

Recorded in Liber 2170 **, folio** 363 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 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 approved and recorded by the State Department of Assessments and Taxation of Maryland.

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

Charles H. Baxter
Director

LIBER 11 PAGE 27

State of Maryland, Talbot County, To wit: Received the 15th day of Aug. 19 60 at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11, folio ....., one of the Corporation Record Books of Talbot County.

Per John T. Baynard
Clerk

OXFORD MARINA, INC.

STOCK ISSUANCE STATEMENT

Oxford Marina, Inc., a Maryland Corporation, having its principal office in Oxford, Talbot County, Maryland (hereinafter called the Corporation), hereby certifies to the Department of Assessments and Taxation of Maryland, that:

FIRST: The Corporation has authorized the issuance of Seventy-five (75) full paid and non-assessable shares of the par value of One Hundred Dollars ($100.00) per share of capital stock of the Corporation for the following consideration, namely; The following consideration, the actual value of which, as determined by the Board of Directors, is not less than Seventy-five Hundred Dollars ($7,500.00): 7500.00/7510.33 interest (the remaining 10.33/7510.33 interest to be simultaneously purchased by the Corporation) in all that parcel of ground located on the West side of Morris Street and the Tred Avon River in the town of Oxford, Maryland, called and known as the "Neuhaus" land.

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 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 November 7th, 1959.

IN WITNESS WHEREOF, Oxford Marina, 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

Examined & Mailed to Gilbert Nesson, Esq., Oxford, Md. $20.00 10-11-60

by its Secretary, on December 15, 1959.

Oxford Marina, Inc.

Sigurd N. Hersloff, Jr.
Secretary
(Sigurd N. Hersloff, Jr.)

By A. Johnson Grymes, Jr.
President
(A. Johnson Grymes, Jr.)

OXFORD MARINA INCORPORATED 1959 MARYLAND

STATE OF MARYLAND,

County of Talbot, ss:

I HEREBY CERTIFY that on December 15th, 1959, before me, the subscriber, a notary public of the State of Maryland in and for the County of Talbot, personally appeared A. Johnson Grymes, Jr., President of OXFORD MARINA, 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 Sigurd N. Hersloff, Jr. 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.

Juanita B. Wallace
Notary Public

JUANITA B. WALLACE NOTARY PUBLIC TALBOT COUNTY

My Commission Expires: May 1, 1961

LIBER 11 PAGE 29

STOCK ISSUANCE STATEMENT

OF

OXFORD MARINA, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland January 5, 1960 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 2627

Recorded in Liber 3168 **, folio** 302 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

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

To the clerk of the Circuit **Court of** Talbot County

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

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

Charles H. Stanton

Director

LIBER 11 PAGE 30

State of Maryland, Talbot County, To-wit: Received the 17th day of Aug. A.D. 19 60, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

ARTICLES OF INCORPORATION

OF

WIGHTMAN ELECTRONICS, INCORPORATED

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Perry E. Wightman, whose postoffice address is RD Clifton, Easton, Maryland, Calvin G. Lomax, whose postoffice address is No. 403 Trippe Avenue, Easton, Maryland, and Lillian C. Wightman, whose postoffice address is RD Clifton, 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

WIGHTMAN ELECTRONICS, INCORPORATED

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

(a) To manufacture, assemble, buy, sell, job, dispose of and deal in, and otherwise acquire or dispose of, either for itself, or as agent for others, sound equipment, radio equipment, television equipment, marine equipment, telephonic equipment and electrical and machine appliances, and to make, design, fabricate and deal in electrical supplies of every kind and nature.

(b) To conduct and operate an establishment for the selling at wholesale or retail of radios, televisions, marine equipment, automotive equipment and household appliances, and to do all and everything necessary or convenient for the accomplishment of any of the purposes or objects and powers above mentioned or incidental thereto.

(c) 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

Wightman Electronics, Inc., 9 West St. Easton, Md. 9-20-69

in respect to, or otherwise to turn to account or dispose of, any copyrights, trade-markes, trade-names, brands, labels, patent rights, or 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.

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

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

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

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

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

FOURTH: The postoffice addressof the principal office of the Corporation in this State is No. 9 West Street, Easton, Maryland. The resident agent of the Corporation is Perry E. Wightman, whose postoffice address is RD Clifton, 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 thousand (15,000) shares of the par value of Ten Dollars ($10.00) each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Fifty Thousand Dollars ($150,000).

SIXTH: The Corporation shall have not less than three (3) directors, and Perry E. Wightman, Lillian C. Wightman and Calvin G. Lomax 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, for such considerations as asid 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 interest 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 directors of this Corporation who is also a director of such other corporation, or officer, 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 contracts or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

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

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

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on February 11, 1960.

WITNESS:

Beverly S. Willin — Perry E. Wightman (SEAL)
Beverly S. Willin — Perry E. Wightman

Beverly S. Willin — Lillian C. Wightman (SEAL)
Beverly S. Willin — Lillian C. Wightman

Beverly S. Willin — Calvin G. Lomax (SEAL)
Beverly S. Willin — Calvin G. Lomax

STATE OF MARYLAND, TALBOT COUNTY, TO-WIT:

I HEREBY CERTIFY, That on this 11th day of February, 1960,

before me, the subscriber, a Notary Public in and for the said State and Caroline County aforesaid, personally appeared Perry E. Wightman, Lillian C. Wightman and Calvin G. Lomax, and each of them did acknowledged the aforegoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

Beverly S. Willin

Beverly S. Willin - Notary Public

BEVERLY S. WILLIN NOTARY PUBLIC CAROLINE COUNTY, MD.

My Commission Expires:

May 1, 1961

LIBER 11 PAGE 35

ARTICLES OF INCORPORATION

OF

WIGHTMAN ELECTRONICS, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland February 15, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 3238

Recorded in Liber 2175, folio 122, one of the Charter Records of the State Department of Assessments and Taxation 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 examined, approved and recorded by the State Department of Assessments and Taxation of Maryland.

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

Charles W. Barker
Director

State of Maryland, Talbot County, To-wit: Received the 31st day of Aug. A.D. 1960, at 1:00 o'clock P.M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

ARTICLES OF INCORPORATION

OF

BAYCO, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, F. Stewart Lewis, whose postoffice address is 10 South Washington Street, Easton, Maryland, Fred S. Lewis, whose postoffice address is 10 South Washington Street, Easton, Maryland, and William Reddie, whose postoffice address is Evergreen Road, Oxford, Maryland, and all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

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

BAYCO, INC.

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

(a) To acquire, buy, purchase, exchange, hire, lease or otherwise acquire, real estate and property, either improved or unimproved, and any interest or right therein, and to own, hold, control, subdivide, maintain, manage, improve and develop the same in the State of Maryland and elsewhere in the United States.

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

(c) To engage in the business of mining, excavating, selling and dealing in earth, and to excavate, wash, screen, sell and deal in gravel and sand, to manufacture, buy, sell and deal in concrete and cement products of every kind including transit mix cement, and to build, construct, improve, repair, grade, curb, pave, macadamize, cement and maintain highways, raods, streets, sidewalks, courts, alleys,

Edward D. Maclean, F. Stewart Lewis, 10 S. Washington St. Easton, Md. 10-25-60

pavements, and to construct earthen and concrete and other foundations, and to do other similar construction and paving work, and to do all kinds of excavating, and to furnish all labor and materials therefor; and to do all things necessary in connection with such construction work, and to operate both as a public and private contractor in said business.

(d) To enter into and perform any and all contracts in which any person, firm, corporation or association may lawfully engage, and to enter into and perform contracts for grading, paving, improving and repairing roads, highways, streets, public thoroughfares, sidewalks, courts and alleys.

(e) To mine and take from pits, sand, gravel and stone or other building or paving materials; to wash and screen the sand and gravel, and to crush the stone by means of machinery, and to sell and otherwise deal in sand, gravel and crushed stone.

(f) To buy, sell, manufacture, repair, convert, alter, let or hire and deal in machinery, implements, rolling stock, plants, engines, mechanical equipment, electrical and electronic equipment and hardware of all kinds.

(g) To manufacture, buy, sell and deal in cements, lime, plaster, brick, iron, steel, iron and steel products, metals, concrete, artificial stone and paving materials of all kinds, and to mine, quarry, grind, prepare, buy and sell mineral substances and materials.

(h) To engage in the cultivation and improvement of farms, gardens and agricultural lands, the raising and improving of livestock, and incidentally to own and control under lease, or otherwise, such lands, buildings and personal property necessary to conduct and operate such business.

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

(j) To offer for sale and sell professional services of any and every kind and for any and every purpose.

(k) To design, construct, develop, operate and maintain for itself or for others marinas including the construction, repair, storage, inspection, sale, either for itself or for others, of boats, vessels, marine accessories, of every kind and nature, and including hotels, restaurants and retail outlets incident to the maintenance of such marinas.

(l) To acquire by purchase, rental, merger or otherwise any similar business or businesses.

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

FOURTH: The postoffice address of the principal office of the Corporation in this State is No. 10 South Washington Street, Easton, Talbot County, Maryland. The resident agent of the Corporation is F. Stewart Lewis, whose postoffice address is No. 10 South 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, all of which shares are of one class and are designated common stock, without par value.

SIXTH: The Corporation shall have not less than three (3) directors and F. Stewart Lewis, Fred S. Lewis 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 for such consideration as said Board of Directors may deem advisable, but

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

(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 March 15, 1960.

WITNESS:

Beverly S. Willin — F. Stewart Lewis (SEAL)

Beverly S. Willin — Fred S. Lewis (SEAL)

Beverly S. Willin — William Reddie (SEAL)

STATE OF MARYLAND, TALBOT COUNTY, TO-WIT:

I HEREBY CERTIFY, That on this 15th day of March, 1960, before me, the subscriber, a Notary Public in and for the said State and Caroline County, personally appeared F. Stewart Lewis, Fred S. Lewis and William Reddie and severally acknowledged the aforegoing Articles of Incorporation to be their respective act.

AS WITNESS my hand and Notarial Seal.

Beverly S. Willin — Notary Public

BEVERLY S. WILLIN CAROLINE COUNTY, MD.

My Commission Expires:
May 4, 1961

LIBER 11 PAGE 40

ARTICLES OF INCORPORATION

OF

BAYCO, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 16, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 3695

Recorded in Liber 2 179, folio 494, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Talbot County

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

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

Charles A. Bartz
Director

LIBER 11 PAGE 41

State of Maryland, Talbot County, To-wit: Received the 31st day of Aug. A.D. 19 60 at 1:00 o'clock P.M. to be recorded, and same is recorded in Liber JTB No. 11 folio , one of the Corporation Record Books of Talbot County.

Per John T. Baynard
Clerk

JK

ARTICLES OF INCORPORATION
OF
BEAUTYCRAFT HOME PRODUCTS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Edward R. Fenimore, whose postoffice address is 23 Dover Street, Easton, Maryland, James P. Kimpton, whose postoffice address is Darby Farm, Bozman, Maryland, and Arthur E. Southard, whose postoffice address is Grymes Building, 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:

BEAUTYCRAFT HOME PRODUCTS, INC.

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

(a) To buy, sell and lease kitchen equipment, appliances, cabinets, stoves, refrigerators, electrical equipment, paints, wallpaper, tile, venetian blinds, and other related products and merchandise and to maintain and carry on any activities attendant to such a business or businesses.

(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, businesses, contracts, good-will, franchises or assets by the issue, in accordance with the Laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(c) 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.

(d) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by,

Edward R. Fenimore, 23 Dover St., Easton, Md 10-25-60
Edward R. Fenimore

any other corporation or association, organized under the laws of the State of Maryland, or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

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

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

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

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

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

or to limit or restrict any of the powers of the corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The postoffice address of the principal office of the Corporation in this State is 23 Dover Street, Easton, Maryland. The resident agent of the Corporation is Edward R. Fenimore, whose postoffice address is 23 Dover 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 Ten Thousand (10,000) shares of the par value of Ten ($10.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand ($100,000.00) Dollars.

SIXTH: The Corporation shall have three directors and Edward R. Fenimore, James P. Kimpton and Arthur E. Southard 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 or 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 two-thirds of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

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

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

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

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

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on March 23, 1960.

Edward R. Fenimore (SEAL)
Edward R. Fenimore

James P. Kimpton (SEAL)
James P. Kimpton

Arthur E. Southard (SEAL)
Arthur E. Southard

STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 23rd day of March, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Caroline County, personally appeared Edward R. Fenimore, James P. Kimpton and Arthur E. Southard, and severally acknowledged the aforegoing Articles of Incorporation to be their respective act.

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

Notary Public

LIBER 11 PAGE 46

ARTICLES OF INCORPORATION

OF

BEAUTICRAFT HOME PRODUCTS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 28, 1960 at 3:05 o'clock P.M. as in conformity with law and ordered recorded.

A 3829

Recorded in Liber 7181, folio 46, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the Clerk of the Circuit Court of Talbot County

[illegible] CERTIFIED, that the within instrument, together with all endorsements thereon, has been [illegible] approved and recorded by the State Department of Assessments and Taxation of Maryland.

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

Charles H. Bailey
Director

LIBER 11 PAGE 47

State of Maryland, Talbot County, To-wit: Received the 11th day of Aug. A.D. 19 60 at 1:00 o'clock P.M. to be recorded, and same day recorded in Liber JTB No. 11 folio , one of the Corporation Record Books of Talbot County.

Per John T. Baynard
Clerk.

ARTICLES OF INCORPORATION
OF
MILES RIVER MARINA, INCORPORATED

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Allen C. Waldman, whose post office address is 1306 Carrollton Avenue, Baxton 1, Maryland, Natalie D. Waldman, whose post office address is 1306 Carrollton Avenue, Baxton 4, Maryland, and Lee S. Gillis, 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 MILES RIVER MARINA, 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 engage in and carry on the business and operation of a general merchandise store, yachtel, marina and shipyard, or either of them; and to manufacture, compound, buy, repair, rebuild, sell, rent, charter or otherwise deal in, at wholesale or retail, boats, yachts, and boat, yacht and store supplies, including drugs, patent and other medicines, notions, toys, chemicals, oils, oil products, paints, ice, ice cream, beverages, tobaccos, groceries, dry goods, sporting goods, hardware, paintings, art works, and all types of alcoholic beverages; and to operate marine railways and dockage facilities; as principal, factor, agent, contractor or otherwise, either alone or through or in conjunction with any person, firm, association or corporation.

(b) 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

Examined & Filed 10-25-61

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 or 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, 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.

(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 St. Michaels, Maryland. The resident agent of the Corporation is Lee S. Gillis, 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 Allen C. Waldman, Natalie D. Waldman and Philip A. Dill 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 of common stock, divided into Ten Thousand (10,000) 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 18th day of February, A.D. 1960.

WITNESS:

Catherine Wilson as to Allen C. Waldman
Catherine Wilson — Allen C. Waldman

Catherine Wilson as to Natalie D. Waldman
Catherine Wilson — Natalie D. Waldman

Catherine Wilson as to Lee S. Gillis
Catherine Wilson — Lee S. Gillis

STATE OF MARYLAND, TALBOT COUNTY, to-wit:

THIS IS TO CERTIFY, That on this 18th day of February, A.D. 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Allen C. Waldman and Natalie D. Waldman, to me personally known, and severally acknowledged the aforegoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

My Commission Expires: May 1, 1961

Catherine Wilson
Notary Public
Catherine Wilson

CATHERINE WILSON NOTARY PUBLIC TALBOT COUNTY, MD.

STATE OF MARYLAND, TALBOT COUNTY, to-wit:

THIS IS TO CERTIFY, That on this 18th day of February, A.D. 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Lee S. Gillis, to me personally known, and he acknowledged the aforegoing Articles of Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.

My Commission Expires: May 1, 1961

Catherine Wilson
Notary Public
Catherine Wilson

CATHERINE WILSON NOTARY PUBLIC TALBOT COUNTY, MD.

LIBER 11 PAGE 51

ARTICLES OF INCORPORATION

OF

MILES RIVER MARINA, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland March 2, 1960 **at** 9:00 **o'clock A. M. as in conformity with law and ordered recorded.**

A 3492

Recorded in Liber 2177 **, folio** 571 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

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

To the clerk of the Circuit **Court of** Talbot County

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

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

Charles H. Barton

Director

LIBER 11 PAGE 52

State of Maryland, Talbot County, To-wit: Received the 31st day of Aug. A.D. 19 60, at 1:00 o'clock P. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

ARTICLES OF INCORPORATION

OF

WAVERLY ISLAND ESTATES, INC.

FIRST: We, the undersigned, F. BARTON HARVEY, JR., whose post-office address is 135 E. Baltimore Street, Baltimore 2, Maryland, GEORGE W. SEGER, whose post-office address is Easton, Maryland, and JAMES E. THOMPSON, JR. whose post-office address is Centreville, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

WAVERLY ISLAND ESTATES, INC.

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

(1) To purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, encumber, lease, hire and deal in real and personal property of every name and nature, including stocks and securities of other corporations, and the buying, sub-dividing, developing and selling of lands, tenements, hereditaments and any and all kinds of real or personal property in connection therewith and to loan money and take securities for the payment of all sums due the corporation and to sell, assign and release such securities.

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

JAMES E. THOMPSON, JR.
ATTORNEY AT LAW
CENTREVILLE MARYLAND
TELEPHONE 796

Examined and Mailed to George W. Seger, Easton, Md. 10-25-60

or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

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

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

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

(6) 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,

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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 of same 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.

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

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

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otherwise dispose of such bonds, notes, or other obligations of the corporation for its corporate purposes.

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

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

The aforegoing enumeration of the powers, 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 shall be authorized to exercise and enjoy all the rights, powers 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 privi-

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leges so granted or conferred.

FOURTH: The post-office address of the principal office of the Corporation is Easton, Maryland. The resident agent of the Corporation is George W. Seger, whose post-office address is Easton, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total amount of the authorized capital stock of the Corporation is Ten Thousand Dollars ($10,000.00) consisting of One Thousand (1,000) shares of common stock of the par value of Ten Dollars ($10.00) each.

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 of the Corporation or until their successors are duly chosen and qualify are F. BARTON HARVEY, JR., GEORGE W. SEGER and JAMES E. THOMPSON, JR.

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.

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

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poration.

(2) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of the working capital of the Corporation; to determine whether any, and, if any, what part, of the surplus of the Corporation or of the net 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 the surplus and net profits in purchasing or acquiring any of the shares of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

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

(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 and/or officers of this Corporation are pecunarily or otherwise interested in, or are Directors or Officers of, such other corporation; any Directors individually, or any firm, association or corporation of which any Director or Officer

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may be a member, may be a party to, or may be pecunarily or otherwise interested in, any contract or transaction of this Corporation provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any Director or Officer of this Corporation who is so interested may be counted in determining whether a quorum exists at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction or Officer of such other firm, association or corporation or not 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 binding as though ratified by every stockholder of the Corporation.

(6) Agreements may be entered into by any stockholder or stockholders giving to the Corporation or to any other stockholder or stockholders an option to purchase the stockholdings of such stockholder or stockholders, and binding such stockholder or stockholders, his or her or their heirs, executors, administrators and assigns, and the shares of stock of such person or persons shall, thereupon be subject to such agreement and transferable only upon proof of compliance therewith; provided, however, such agreement be filed with the Corporation, and reference thereto be placed upon the certificate of stock.

(7) 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

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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 determine and 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 the Board of Directors shall determine, be offered to the holders of any class or classes of stock at the time existing to the exclusion of the holders of any or all other classes at the time existing.

(8) Notwithstanding any provisions 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, 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 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 By-Laws.

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

(10) The Board of Directors shall have power to determine from time to time whether and to what extent and at what times and places and under what conditions and regulations

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the books, accounts and documents of the Corporation, or any of them, shall be open to the inspection of stockholders, except as otherwise provided by statute or by the By-Laws; and, except as so provided, no stockholder shall have any right to inspect any book, account or document of the Corporation unless authorized to do so by a Resolution of the Board of Directors.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 14th day of March, 1960.

F. Barton Harvey Jr.
F. BARTON HARVEY, JR.

George W. Seger
GEORGE W. SEGER

James E. Thompson Jr.
JAMES E. THOMPSON, JR.

STATE OF MARYLAND)
) TO WIT:
CITY OF BALTIMORE)
)

I HEREBY CERTIFY that on this 14th day of March, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City aforesaid, personally appeared F. BARTON HARVEY, JR. and acknowledged the foregoing Articles of Incorporation to be his act.

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

Ethel Yoline
Notary Public

My Commission Expires: May 1, 1961

THE CORPORATION
JAMES E. THOMPSON JR.
ATTORNEY AT LAW
CENTERVILLE MARYLAND
TELEPHONE 116
BALTIMORE

STATE OF MARYLAND)
) TO WIT:
TALBOT COUNTY)

I HEREBY CERTIFY that on this 14th day of March, 1960, before me, the Subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared GEORGE W. SEGER and acknowledged the foregoing Articles of Incorporation to be his act.

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

Notary Public

My Commission Expires: 5/9/61

STATE OF MARYLAND)
)
QUEEN ANNE'S COUNTY)

I HEREBY CERTIFY that on this 9th day of March, 1960, before me, the Subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared JAMES E. THOMPSON, JR. and he acknowledged the foregoing Articles of Incorporation to be his act.

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

Notary Public

My Commission Expires: May 1, 1961

JAMES E. THOMPSON, JR.
ATTORNEY AT LAW
CENTREVILLE MARYLAND
TELEPHONE 796

LIBER 11 PAGE 62

ARTICLES OF INCORPORATION
OF
WAVERLY ISLAND ESTATES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 14, 1960 at 11:30 o'clock A. M. as in conformity with law and ordered recorded.

A 3545

Recorded in Liber 9178, folio 260, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 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 Department of Assessments and Taxation of Maryland.

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

Charles M. Banks
Director

LIBER 11 PAGE 63

State of Maryland, Talbot County, To-wit: Received the 31st *day of* Aug. *A.D. 19* 60, *at* 1:00 *o'clock* P.M. *to be recorded, and same day recorded in Liber* JTB *No.* 11 *folio* ....., *one of the* Corporation *Record Books of Talbot County.*

Per John T. Baynard
Clerk.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the

ADVANCE FOAM HOLDING COMPANY

were received for record on March 15, 1960, 19....,
in accordance with the provisions of Sec. 77 of Art. 23 of the Code (1957 Edition).

Albert W. Ward
Director

Examined & Mailed to Samuel Jackson, Jr., St. Michaels Md, Trustee, Ref. No. 25-60

ADVANCE FOAM MOLDING COMPANY

ARTICLES OF DISSOLUTION

ADVANCE FOAM MOLDING COMPANY, a Maryland corporation having its principal office in Talbot County, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation, that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth, and the post office address of the principal office of the Corporation in the State of Maryland is St. Michaels Road, 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, is Samuel Jackson, Jr., St. Michaels Road, 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:

NAME	POST OFFICE ADDRESS
Emmanuel Liebman	714 Market Street Camden, New Jersey
Samuel Jackson, Jr.	St. Michaels Road Easton, Maryland

EMMANUEL LIEBMAN
LAW OFFICES
CAMDEN, NEW JERSEY

NAME	POST OFFICE ADDRESS
R. Wade Seniff	4319 Barrington Road Baltimore 29, Maryland
Roland N. Fracalossi	1508 Ramblewood Road Baltimore 12, Maryland

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

NAME	TITLE	POST OFFICE ADDRESS
Emmanuel Liebman	Vice President	714 Market Street Camden, New Jersey
Samuel Jackson, Jr.	Treasurer	St. Michaels Road Easton, Maryland
Kenneth D. Brown	Asst. Treasurer	401 S. Washington St. Easton, Maryland
Emmanuel Liebman	Secretary	714 Market Street Camden, New Jersey
Alease D. Horney	Asst. Secretary	605 Brookletts Avenue 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 26, 1959, 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.

SEVENTH: All stockholders entitled to vote on the proposed dissolution signed a waiver of notice in writing and consented to hold a special meeting of the stockholders of the Corporation on September 26, 1959, to take action upon the proposed dissolution of the Corporation.

EMMANUEL LIEBMAN
LAW OFFICES
CAMDEN, NEW JERSEY

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 each class of stock entitled to vote thereon.

NINTH: The dissolution of the Corporation has been duly advised by the board of directors and authorized by the stockholders of the Corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland (L. 1951, ch. 135).

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 October 14, 1959, to all known creditors of the Corporation.

ELEVENTH: These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland and of the following collectors of taxes (being all collectors of taxes in the list thereof heretofore supplied to the Corporation by the State Department of Assessments and Taxation) stating in effect that all taxes levied on assessments made by the said Commission and billed by and payable to such collecting authorities by the Corporation have been paid, except taxes barred by Section 212 of Article 81 or otherwise, including taxes billed for the year in which the dissolution of the Corporation is to be effected, namely:

NONE

IN WITNESS WHEREOF, ADVANCE FOAM MOLDING COMPANY has caused these presents to be signed in its name and on its behalf

EMMANUEL LIEBMAN
LAW OFFICES
CAMDEN, NEW JERSEY

by its Vice President and its corporate seal to be hereunto affixed and attested by its Assistant Secretary, on December 2, 1959.

ADVANCE FOAM MOLDING COMPANY

BY _____
Emmanuel Liebman,
Vice President

Attest:

_____
Alease D. Horney,
Assistant Secretary

LIBER 11 PAGE 68

STATE OF New Jersey :
: ss.
COUNTY OF Camden :

I HEREBY CERTIFY that on December 1st, 1959, before me, the subscriber, a notary public of the State of New Jersey in and for the County of , personally appeared Emmanuel Liebman, Vice President of ADVANCE FOAM MOLDING 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 Samuel Jackson, Jr. and made oath in due form of law that he was secretary of the meeting of the stockholders of said corporation at which the dissolution of the corporation therein set forth was authorized, and that the matters and facts set forth in said Articles of Dissolution are true to the best of his knowledge, information and belief.

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

Mary Dooke
Notary Public
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Sept. 25, 1962

EMMANUEL LIEBMAN
LAW OFFICES
CAMDEN, NEW JERSEY

LIBER 11 PAGE 69

STATE OF MARYLAND

COMPTROLLER OF THE TREASURY

STATE TREASURY BUILDING

ANNAPOLIS, MARYLAND

LOUIS L. GOLDSTEIN
COMPTROLLER

BERNARD F. NOSSEL
CHIEF DEPUTY

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

ADVANCE FOAM MOLDING COMPANY

have been paid.

WITNESS my hand and official seal this eighth day of January A. D. 1960.

Deputy Comptroller

WOODLAWN 3-2192

LIBER 11 PAGE 70

EMMANUEL LIEBMAN
LAW OFFICES
CAMDEN 2, NEW JERSEY
714 MARKET STREET

February 11, 1960

Tax Collector of Easton
Easton
Maryland

Re: Advance Foam Molding Company

Dear Sir:

The State Department of Assessments and Taxation advises that, in order to complete the dissolution of the captioned corporation, we must have a certificate from the Tax Collector of Easton stating in effect that all taxes levied on assessments made by the said Commission and billed by and payable to the incorporated Township of Easton by the captioned corporation have been paid, except taxes barred by Section 212 of Article 81 or otherwise. Please issue such a certificate or advise what taxes remain unpaid.

Very truly yours,

Emmanuel Liebman

EL:jc

Inasmuch as Advance Foam Molding Co. is located outside the Corporate Limits of the Town of Easton, we wish to certify that no taxes or assessments are due the Mayor and Council by this Corporation.

THE MAYOR AND COUNCIL OF EASTON

M. Evelyn Startt

M. Evelyn Startt, Town Clerk

STATE OF MARYLAND
TALBOT COUNTY

LIBER 11 PAGE 71

OFFICE OF COUNTY TREASURER
W. FRAMPTON CARROLL, TREASURER

EASTON, MD.

February 13, 1960

This is to certify that the books of the Treasurer of Talbot County reflect that all taxes levied on assessments made by the State Department of Assessments and Taxation and billed by and payable to this collecting authority by the Advance Foam Molding Company have been paid through 1959.

W Frampton Carroll Treas

W. Frampton Carroll, Treasurer

per 7

LIBER 11 PAGE 72

ARTICLES OF DISSOLUTION

OF

ADVANCE FOAM MOLDING COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland March 15, 1960 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 3672

Recorded in Liber 2179, folio 374, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Special Fee
~~Bonus tax~~ paid $ 10.00 Recording fee paid $ 16.00

To the clerk of the Circuit Court of Talbot County

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

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

Charles N. Bantzas
Director

LIBER 11 PAGE 73

State of Maryland, Talbot County, To-wit: Received the 31st day of Aug. A.D. 1960, at 1:00 o'clock P.M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County.

Per John T. Baynard
Clerk.

DELMARVA EQUIPMENT COMPANY

Stock Issuance Statement

THIS IS TO CERTIFY:

FIRST: That the Board of Directors of Delmarva Equipment Company, a Maryland Corporation, having its principal office in Easton, Maryland, hereinafter called "the Corporation", at a meeting duly called and held on December 17, 1959, upon motion duly made, seconded and carried, adopted the following resolution:

RESOLVED, (1) that the issuance of five hundred (500) fully paid and non-assessable shares of the common stock of the Corporation of a par value of Ten Dollars ($10.00) each for the following consideration, be and the same is hereby authorized.

All of the tractors and land clearing equipment of Edwin S. Wise operated by him on behalf of and on lease to the Aspundth Tree Corporation, said equipment consisting of ten vehicles at the depreciated value of said vehicles, which depreciated value is a total of Five Thousand Dollars ($5,000.00), for the ten vehicles.

(2) that in the opinion of the Board of Directors, the actual value of said consideration is Five Thousand Dollars ($5,000.00).

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

IN WITNESS WHEREOF, Delmarva Equipment Company has caused these presents to be signed in its name by Edwin S. Wise, President, and its corporate seal to be hereto affixed and attested by Harvey S. Horsey, II, its Secretary, on January 6, 1960.

ATTEST:

Harvey S. Horsey, II,
Secretary

DELMARVA EQUIPMENT COMPANY

By: Edwin S. Wise
Edwin S. Wise,
President

THIS IS TO CERTIFY, that on March 14, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and

Examined & Mailed to Harvey S. Horsey, II
Easton, Maryland
10-27-60

for Talbot County, personally appeared Edwin S. Wise, President of Delmarva Equipment Company, a Maryland Corporation, and acknowledged the foregoing statement to be the corporate act of said Corporation, and at the same time personally appeared Harvey S. Horsey, II, and made oath in due form of law that he was secretary of the meeting of the Board of Directors of the Corporation at which the issuance of the stock therein mentioned was authorized, and that the matters and facts set forth in said statement are true.

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

L. Clark Ewing,
Notary Public.

My Commission Expires May 1, 1961.

LIBER 11 PAGE 75

STOCK ISSUANCE STATEMENT

OF

DELMARVA EQUIPMENT COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland March 16, 1960 **at** 9:00 **o'clock A. M. as in conformity with law and ordered recorded.**

A 3685

Recorded in Liber 2188 **, folio** 1 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

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

To the clerk of the Circuit **Court of** Talbot County

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

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

Charles H Bartgis
Director

LIBER 11 PAGE 76

State of Maryland, Talbot County, To-wit: Received the 31st day of Aug. A.D. 19 60 at 1:00 o'clock P. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

ARTICLES OF INCORPORATION
OF
FIRST EASTON CORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Herbert T. Austin, whose post office address is Easton, Maryland, Robert F. Austin, whose post office address is Easton, Maryland, and J. Howard Anthony, 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 FIRST EASTON 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 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 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 on real property and to make collections, and to carry on a general real estate brokerage business.

(c) 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.

Edmund Edwards & J. Howard Anthony, Easton, Md. 10-25-60

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

(e) 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.

(f) 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.

(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, 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.

(h) 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 J. Howard Anthony, 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 Herbert T. Austin, Robert F. Austin and J. Howard Anthony 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 unto 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 9th day of March, A.D. 1960.

WITNESS:

Elizabeth B. Holland as to Herbert T. Austin
Elizabeth B. Holland — Herbert T. Austin

Elizabeth B. Holland as to Robert F. Austin
Elizabeth B. Holland — Robert F. Austin

Elizabeth B. Holland as to J. Howard Anthony
Elizabeth B. Holland — J. Howard Anthony

STATE OF MARYLAND, TALBOT COUNTY, to-wit:

THIS IS TO CERTIFY, That on this 9th day of March, A.D. 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Herbert T. Austin, Robert F. Austin and J. Howard Anthony, to me personally known, and severally acknowledged the aforegoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

Dorothy L. Saulsbury
Notary Public
Dorothy L. Saulsbury

My Commission Expires: May 1, 1961

LIBER 11 PAGE 80

ARTICLES OF INCORPORATION

OF

FIRST EASTON CORPORATION

approved and received for record by the State Department of Assessments and Taxation of Maryland March 10, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 3546

Recorded in Liber 2178 **, folio** 271 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

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

To the clerk of the Circuit Court of Talbot County

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

[illegible] my hand and seal of the said Department at Baltimore.

Charles H Barton
Director

LIBER 11 PAGE 81

State of Maryland, Talbot County, To-wit: Received the 20th *day of* Sept. *A.D. 19* 60, *at* 9:00 *o'clock* A. *M. to be recorded, and same day recorded in Liber* JTB *No.* 11 *folio* ....., *one of the* Corporation *Record Books of Talbot County,*

Per John T. Baynard
Clerk.

BEAUTYCRAFT HOME PRODUCTS, INC.

STOCK ISSUANCE STATEMENT

BEAUTYCRAFT HOME PRODUCTS, 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 Corporation has authorized the issuance of Two thousand (2,000) fully paid and non-assessable shares of common stock of the par value of Ten ($10.00) Dollars per share of the Corporation for the following consideration, the actual value of which, as determined by the Board of Directors, is not less than Twenty thousand ($20,000.00) Dollars:

All of the inventory, stock in trade, good will and all other assets of the business located at 23 E. Dover Street in Easton, Maryland, operated by Edward R. Fenimore, trading as Fenimore & Co., not including, however, accounts receivable or payable.

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 April 1, 1960.

IN WITNESS WHEREOF, the BEAUTYCRAFT HOME PRODUCTS, INC. has caused these presents to be signed in its name and on its behalf by its President and its Corporate Seal to be hereto affixed and

Examined & Mailed to Edward R. Fenimore, 23 Dover St., Easton, Md. 10-25-60

Attested by its Treasurer on April 1, 1960.

ATTEST: BEAUTYCRAFT HOME PRODUCTS, INC.

Arthur E. Southard, Treasurer BY: Edward R. Fenimore, President

STATE OF MARYLAND, COUNTY OF TALBOT, TO WIT:

I HEREBY CERTIFY, That on this 1st day of April, 1960, before me, the subscriber, a Notary Public of the State of Maryland in and for the County of Caroline, personally appeared EDWARD R. FENIMORE, President of BEAUTYCRAFT HOME PRODUCTS, 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 ARTHUR E. SOUTHARD, and made oath in due form of law that he was Treasurer 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 his knowledge, information and belief.

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

Gene L. Todd
Notary Public

LIBER 11 PAGE 83

STOCK ISSUANCE STATEMENT

OF

BEAUTYCRAFT HOME PRODUCTS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland April 21, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 4232

Recorded in Liber 7185, folio 234, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

Charles K Bartgis
Director

Examined and Marked by John T. Baynard, Esq. 215 N. Washington St., Easton, Feb. 10-25-60

LIBER 11 PAGE 84

State of Maryland, Talbot County, To-wit: Received the 20th day of Aug. A.D. 19 60, at 9:00 o'clock A M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

CONGREGATION OF

TEMPLE B'NAI ISRAEL EASTON, MARYLAND

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:-

That we, the subscribers, Harry Cohen, whose Post Office address is Easton, Maryland; Elmer Fox, whose Post Office address is Easton, Maryland; Theodore Tobin, whose Post Office address is Easton, Maryland; and Herbert Goldstein, whose Post Office address is Centreville, Maryland, do hereby certify that certain persons, all residents of Maryland, having heretofore associated and organized themselves into a congregation for public divine worship and having heretofore established a place of public meeting for divine worship in the city of Easton, State of Maryland, with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland and by the vote of a majority of the members of said congregation above twenty-one years of age, at a meeting duly called and held, did elect the subscribers to act as trustees in the name and behalf of said congregation to manage the estate, property, interest and inheritance of the same and did further adopt the following as their Plan, Agreement and Regulation.

First:- That the name of the congregation is The Temple B'Nai Israel Congregation of Easton, Maryland

Second:- That the purpose and object of the congregation is and shall be to establish and maintain a Synagogue and such educational, religious, social and recreational activities as will further the cause and objectives of the Synagogue and

Traditional Judaism.

Third:-That the form of prayer to be used by the congregation shall be in accordance with the conservative custom of the Hebrews unless changed by amendment to this Plan, Agreement and Regulation, duly advised and approved in the manner and by the vote required by Article 23, Section 264 of the Annotated Code of Maryland (1957).

Fourth:That the name by which the corporation shall be known is Temple B'Nai Israel, Easton, Maryland.

Fifth: The corporation shall have a seal upon which shall be inscribed the name of this corporation and the year of incorporation.

Sixth: That there shall be no capital stock in this corporation.

Seventh: That the management of the affairs of this corporation shall be vested in a Board of not less than four Trustees, hereinafter called the Board of Directors, who shall be sober and discreet members of the congregation in good standing. That the following-named persons, being sober and discreet members of the congregation, and having been duly elected by the congregation, shall serve as such Board of Directors until the next annual meeting of the congregation or until their successors are elected and have qualified:-

Harry Cohen	Easton, Maryland
Elmer Fox	Easton, Maryland
Theodore Tobin	Easton, Maryland
Herbert Goldstein	Centreville, Maryland

The Board of Directors may by appropriate By-Laws amend the number of its members, provided that at no time shall there be less than four nor more than twenty-five members of such Board of Directors and a majority of said Directors shall at all times be authorized and empowered to fill vacancies in their number. All Directors shall hold office until the next annual meeting of the congregation or until their successors are elected and have qualified. If the office of Director becomes vacant for any cause other than by increase in the number of Directors, the remaining Directors, though less than a quorum, may at any regular or special meeting of the Board, elect a successor or successors, who shall hold office until the next annual meeting of the congregation or until his successor is elected and has qualified.

Eighth:- An annual meeting of the congregation for the election of Directors and the transaction of other business shall be held in each and every year on the second Thursday in May and the Secretary of the corporation shall give notice thereof as provided in the By-Laws. All members of the congregation above 21 years of age and in good standing shall be entitled to vote at such meeting. The vote of a majority of those persons present and entitled to vote at such annual meeting shall be required to elect each Director.

Ninth:- The Board of Directors shall have the power to make, alter and repeal By-Laws for the management, regulation and control

of the affairs, the property and the organization of the corporation, provided, however, that said By-Laws shall not be inconsistent with these Articles of Incorporation and the Laws of the State of Maryland. Any such By-Laws so made, altered or repealed by the Directors may be altered or repealed by the vote of a majority of the members of the congregation.

Tenth:- The Board of Directors shall not have the authority to sell, mortgage, lease, convey or otherwise dispose of all or substantially all of the property and assets of the corporation or of any real property owned or hereafter acquired by the corporation without first having obtained the approval of two-thirds of the members of the congregation above twenty-one years of age at a meeting of said congregation duly called and held in the manner prescribed in the By-Laws.

Eleventh: The officers of the corporation shall be a President, one or more Vice-Presidents, a chairman of the Board and a Vice Chairman of the Board; a Secretary, and a Treasurer; in addition, the corporation may, but shall not be required to have, one or more Assistant Secretaries and one or more Assistant Treasurers. Subject to the laws of the State of Maryland, one person may hold more than one office. Such officers shall be elected at the annual meeting of the congregation from among the Directors in the same manner and by the same vote required to elect the Directors.

The officers to hold office for one year and until their successors have been elected and have qualified. All officers shall have such authority and perform such duties as provided in the By-Laws.

Twelfth:-The Synagogue shall be located in Talbot County, State of Maryland, and the mailing address of the corporation is Adkins Avenue, Easton, Maryland. The resident agent of the corporation is Harry Cohen whose address is 207 Court Street, Easton, Maryland, who is a citizen of this State and actually resides herein.

And the subscribers further certify that these Articles of Incorporation including the Plan, Agreement and Regulation herein set forth shall be entered in the record book of the corporation in accordance with the Laws of the State of Maryland.

IN WITNESS WHEREOF we, The Trustees, have signed these Articles of Incorporation on this 7th day of April, 1960.

WITNESS:

Paul I. Brown

Harry A. Cohen (SEAL)
Harry Cohen

Elmer Fox (SEAL)
Elmer Fox

Dr. Theo. C. Tobin (SEAL)
Theodore C. Tobin

Herbert Goldstein (SEAL)
Herbert Goldstein

LIBER 11 PAGE 89

STATE OF MARYLAND, COUNTY OF TALBOT, TO WIT:

On this the 8th day of April, 1960, before me, a Notary Public, the undersigned officer, personally appeared Harry Cohen, Elmer Fox, Theodore Robin, and Herbert Goldstein, known to me (or satisfactorily proven) to be the persons whose names are subscribed to the within instrument and acknowledged that they executed the same for the purposes therein contained.

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

Notary Public

My Commission Expires

May 1, 1960

LIBER 11 PAGE 90

ARTICLES OF INCORPORATION

OF

TEMPLE B'NAI ISRAEL CONGREGATION OF EASTON, MARYLAND

approved and received for record by the State Department of Assessments and Taxation of Maryland April 11, 1960 **at** 9:00 **o'clock** A. M. **as in conformity with law and ordered recorded.**

A 4089

Recorded in Liber 7184 **, folio** 230 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

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

To the clerk of the Circuit **Court of** Talbot County

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

[illegible] hand and seal of the said Department at Baltimore.

Charles H. Kintzer

Director

LIBER 11 PAGE 91

State of Maryland, Talbot County, To-wit: Received the 20th day of Sept. A.D. 19 60 at 9:00 o'clock A.M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

VREELAND BUICK, INC.,

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, G. Harry Vreeland, whose post office address is Oxford, Maryland, Aileen J. Vreeland, whose post office address is Oxford, Maryland, Robert C. Thompson, whose post office address is Easton, 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 Vreeland Buick, Inc.,

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

(a) To buy, sell, lease, deal in and deal with, store and repair automobiles and motor vehicles of all descriptions, and all parts and accessories, and all parts and supplies used in connection therewith.

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

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

(d) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will,

Examined and mailed to Robert C. Thompson 10-25-60

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

(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 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 Corporate purposes.

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

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is 723 E. Goldsborough Street. EASTON MD. The resident agent of the Corporation is Robert C. Thompson, whose

post office address is 121 E. 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 three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Harry Vreeland, Aileen J. Vreeland, and Robert C. Thompson.

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on 26th, 1960

WITNESS:

Doris M. Thompson

G. Harry Vreeland

G. Harry Vreeland

Aileen J. Vreeland

Aileen J. Vreeland

Robert C. Thompson

Robert C. Thompson

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

I HEREBY certify that on April 26, 1960, before me, the subscriber, a notary public of the State of Maryland in and for the County of Talbot, personally appeared G. Harry Vreeland, Aileen J. Vreeland and Robert C. Thompson and severally acknowledged the foregoing Articles of Incorporation to be their act.

Anne Bradlett Barry
Notary Public

My Commission expires
May 1, 1961

LIBER 11 PAGE 96

ARTICLES OF INCORPORATION

OF

VREELAND BUICK, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland April 27, 1960 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 4333

Recorded in Liber 2186 **, folio** 393 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

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

To the clerk of the Circuit **Court of** Talbot County

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

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

Charles M. Winter
Director

LIBER 11 PAGE 97

State of Maryland, Talbot County, To-wit: Received the 20th day of Sept. A.D. 19 60 at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

TOWN CREEK STORAGE CORPORATION

ARTICLES OF INCORPORATION

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

TOWN CREEK STORAGE CORPORATION

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

To buy, lease, or in any manner acquire, to construct, improve, hold, manage, operate, sell, mortgage, rent or in any manner deal in and with marinas, yacht basins, shipyards, marine railways, docks, wharfs, basins and any other type of properties deemed necessary or advantageous to the conducting of a boat and yacht storage, repair and brokerage business; to buy, hold, advertise, sell, lease, rent, charter or otherwise in any manner deal in and with yacht supplies, yachts, boats, equipment, as wholesaler, retailer, agent, broker, lessor, or in any other manner deemed advantageous to the Corporation's interests; to acquire, maintain, operate and in any manner deal with gasoline, oil, grease, gasoline dispensing equipment and any other products or equipment deemed necessary or advantageous to the conducting of a marine or land filling station or location.

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

Examined & Marked to Henry & Adkins 10 2 59 (a)

To act as owner, lessor, broker, agent or factor in the buying, selling, advertising, brokering, chartering, renting or in any other manner of dealing in the acquisition and disposition of all kinds of marine craft; to act in any capacity in the storing, building, repairing, reconditioning or improving of yachts, boats and all other marine craft; to rent, lease, sell or in any manner dispose of or deal with anchorages, slips, shelters, or other places for the storage, either temporary or permanent, of yachts, boats and other marine craft.

To acquire real and personal property of all kinds for cash, or partly for cash, or for securities of the corporation; 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 this State is Oxford, Maryland. The name and post office address of the resident agent of the corporation in this State are: Edward H. Boyd, Newcomb, Maryland.

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
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 One Thousand (1,000) shares, having a par value of One Hundred Dollars ($100.00) per share, all of which shares are of one class and are designated Common Stock.

SIXTH: The number of directors of the Corporation shall be four (4), which number may be increased or decreased, pursuant to the By-laws of the Corporation, but shall never be less than three (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 Edward H. Boyd, Leonard H. Rieck, Harvey S. Horsey, II, and T. Hughlett Henry, Jr.

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, 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

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

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.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 7th day of April, 1960.

Witness:

Juanita B. Wallace (SEAL)
Juanita B. Wallace

(SEAL)
William H. Adkins, II

T. Hughlett Henry Jr. (SEAL)
T. Hughlett Henry, Jr.

Beverly S. Willin

STATE OF MARYLAND, TALBOT COUNTY, to wit:

I HEREBY CERTIFY, That on this 7th day of April, 1960, before me, the subscruber, a Notary Public of the State of Maryland, in and for the County of Caroline, personally appeared Juanita B. Wallace, William H. Adkins, II, and T. Hughlett Henry, Jr., and severally acknowledged the aforegoing Articles of Incorporation to be their act.

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

Beverly S. Willin
Notary Public

BEVERLY S. WILLIN
NOTARY PUBLIC
CAROLINE COUNTY, MD.

My Commission Expires:
May 1, 1961

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

LIBER 11 PAGE 101

ARTICLES OF INCORPORATION

OF

TOWN CREEK STORAGE CORPORATION

approved and received for record by the State Department of Assessments and Taxation of Maryland April 8, 1960 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 4048

Recorded in Liber 2184 **, folio** 1 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

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

To the clerk of the Circuit **Court of** Talbot County

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

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

Charles H. Bartges

Director

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.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 7th day of April, 1960.

Witness:

Juanita B. Wallace (SEAL)
Juanita B. Wallace

(SEAL)
William H. Adkins, II

T. Hughlett Henry Jr. (SEAL)
T. Hughlett Henry, Jr.

Beverly S. Willin

STATE OF MARYLAND, TALBOT COUNTY, to wit:

I HEREBY CERTIFY, That on this 7th day of April, 1960, before me, the subscruber, a Notary Public of the State of Maryland, in and for the County of Caroline, personally appeared Juanita B. Wallace, William H. Adkins, II, and T. Hughlett Henry, Jr., and severally acknowledged the aforegoing Articles of Incorporation to be their act.

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

Beverly S. Willin
Notary Public

BEVERLY S. WILLIN
NOTARY PUBLIC
CAROLINE COUNTY, MD.

My Commission Expires:
May 1, 1961

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

LIBER 11 PAGE 101

ARTICLES OF INCORPORATION

OF

TOWN CREEK STORAGE CORPORATION

approved and received for record by the State Department of Assessments and Taxation of Maryland April 8, 1960 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 4048

Recorded in Liber 2184 **, folio** 1 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

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

To the clerk of the Circuit **Court of** Talbot County

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

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

Charles H. Bartgis

Director

State of Maryland, Talbot County, To-wit: Received the 1st *day of* November *A.D. 19* 60, *at* 9:00 *o'clock* A. *M. to be recorded, and same day recorded in Liber* JTB *No.* 11 *folio* ....., *one of the* Corporation *Record Books of Talbot County,*

Per John T. Baynard
Clerk.

ARTICLES OF INCORPORATION

OF

EASTON CANCELLATION SHOE CENTER, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, William Reddie, whose post-office addressis Stewart Building, Easton, Maryland, Harvey S. Horsey, 2nd, whose postoffice address is 408 Arbor Place, Easton, Maryland, and W. B. Edgell, whose postoffice address is RD Waverly, 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

EASTON CANCELLATION SHOE CENTER, INC.

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

(a) To conduct and carry on the general wholesale and retail shoe business, and to buy, sell, import, and export and deal in all kinds of shoes, boots, rubbers and footwear and kindred products.

(b) To engage in the business of the manufacture and repair of shoes, boots and footwear of every kind and nature.

(c) To engage in the business of buying and selling at wholesale or retail wearing apparel, of every kind and nature, and kindred products.

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

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

(f) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, fran-

Examined & Delivered to William Reddie 11-17-60

chises 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, andto pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(g) To 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 tomaintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

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

FOURTH: The postoffice address of the principal office of the Corporation in this State is No. 11 South Washington Street, Easton, Talbot County, Maryland. The resident agent of the Corporation is William Reddie, whose postoffice address is Stewart Building, 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) direc-

tors and William Reddie, Harvey S. Horsey, 2nd, and W. B. Edgell 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, 1960.

WITNESS:

Beverly S. Willin — William Reddie (SEAL)

Beverly S. Willin — Harvey S. Horsey, 2nd (SEAL)

Beverly S. Willin — W. B. Edgell (SEAL)

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

THIS IS TO CERTIFY, That on this 6th day of May, 1960, before me, the subscriber, a Notary Public in and for the State of Maryland and Caroline County, personally appeared William Reddie, Harvey S. Horsey, 2nd, and W. B. Edgell and acknowledged the aforegoing Articles of Incorporation to be their respective act.

AS WITNESS my and hand Notarial Seal.

Beverly S. Willin — Notary Public

BEVERLY S. WILLIN NOTARY PUBLIC CAROLINE COUNTY, MD.

LIBER 11 PAGE 105

ARTICLES OF INCORPORATION

OF

EASTON CANCELLATION SHOE CENTER, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland May 9, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 4483

Recorded in Liber 7188, folio 150, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Talbot County

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

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

Director

LIBER 11 PAGE 106

State of Maryland, Talbot County, To-wit: Received the 1st day of Nov. A.D. 19 60, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

ARTICLES OF INCORPORATION

OF

THE PACEMARK CORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Joseph Whitehill, whose post office address is R. F. D. 4, Box 63, Easton, Maryland; John W. Wade, whose post office address is Box 1045, Easton, Maryland; and Robert Sharp, 2nd, whose post office address is R. F. D. 4, 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 by the execution and filing of these Articles.

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

THE PACEMARK 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 engage in general manufacturing.

(b) To design, manufacture, construct, rent, lease, sell and make other dispositions of speed change indicators for measuring speed changes relative to fluid mediums.

(c) To buy, lease, build, erect, own, hold, maintain and equip any and all types of buildings and other structures, machinery, or equipment necessary or desirable for the purpose of carrying on the aforesaid business or any other business in which the Corporation may engage.

(d) To buy, lease or 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 the above business or any other business in which the Corporation may be engaged.

(e) To purchase, lease or otherwise acquire and dispose of real estate, property rights, business, good-will, franchises and assets

Examined & Mailed to John W. Wade, P.O. Box 1045, Easton, Md. 11-17-60

of every kind of any corporation, firm, partnership or individual, carrying on or having carried on, in whole or in part, the aforesaid business or any other business that the Corporation may be authorized to carry on; and to pay for the same in cash, stock, bonds, notes or other securities of the Corporation or otherwise.

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is P. O. Box No. 1045, Easton, Maryland. The Resident Agent of the Corporation is Joseph Whitehill, whose post office address is R. F. D. 4, Box 63, 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 ten thousand (10,000) shares of the par value of Ten ($10.00) Dollars, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand ($100,000.00) Dollars.

SIXTH: There shall be no preemptive rights in the purchase of any stock.

SEVENTH: The Corporation shall have not less than three (3) nor more than five (5) directors, and Joseph Whitehill, John W. Wade and Robert Sharp, 2nd, shall act as such until the first annual meeting or until their successors are duly chosen and qualify.

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

(2) No 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.

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

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 9th day of May, 1960.

Witness as to
all signatures:

Helen K. Plummer
(Helen K. Plummer)

Joseph Whitehill
(Joseph Whitehill)

John W. Wade
(John W. Wade)

Robert Sharp
(Robert Sharp, 2nd)

STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

THIS IS TO CERTIFY, that on this 9th day of May, in the year one thousand nine hundred and sixty, before me, the subscriber, a Notary Public of the State of Maryland, in and for Talbot County aforesaid, personally appeared Joseph Whitehill, John W. Wade and Robert Sharp, 2nd, 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 11 PAGE 111

ARTICLES OF INCORPORATION

OF

THE PACEMARK CORPORATION

approved and received for record by the State Department of Assessments and Taxation of Maryland May 10, 1960 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 4625

Recorded in Liber 2189 **, folio** 330 **one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

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

Circuit Court of Talbot County

CERTIFIED, that the within instrument, together with all endorsements thereon, approved and recorded by the State Department of Assessments and Taxation

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

Charles H. Bartgis

Director

State of Maryland, Talbot County, To-wit: Received the 1st day of Nov. A.D. 19 60, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County.

Per John T. Baynard
Clerk.

TRINITY CATHEDRAL EASTON

ARTICLES OF AMENDMENT

TRINITY CATHEDRAL, EASTON, a Maryland religious corporation without capital stock, having its principal office in Easton, Talbot County, Maryland, hereby certifies to the Maryland Department of Assessments and Taxation that:

FIRST: The Articles of Incorporation of the Corporation and the Plan, agreement or regulation embodied therein, are hereby amended by striking out paragraphs 1st, 2nd, 5th and 6th thereof and inserting in lieu thereof the following:

1st. The name of the Corporation shall be THE CHAPTER OF TRINITY CATHEDRAL, with principal office at Trinity Cathedral, Goldsborough Street, Easton, Talbot County, Maryland.

2nd. The Trustees or members of said Chapter shall number not more than fifteen and not less than twelve, and shall include the Bishop of the Diocese of Easton for the time being; the Dean of the Cathedral, for the time being, if any shall be elected pursuant to the Canons of the Diocese of Easton; the Deans for the time being of the several Convocations of the Diocese of Easton; the President for the time being of the Standing Committee of the Diocese of Easton; and nine laymen elected by the members of the Congregation of Trinity Cathedral in the manner and for the terms specified by Article 23, Section 301 (b), Annotated Code of Maryland (1957) (Protestant Episcopal Church - Diocese of Easton); provided however, that the initial election of said lay members of the Chapter shall be held on May 12th, 1960.

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

Examined and Mailed to Henry & Adkins 11-12-60

5th. It shall be competent for the Convention of the Protestant Episcopal Church in the Diocese of Easton to enact by Canon from time to time such statutes and to create such offices as may be found expedient for the best interests of the Corporation.

SECOND: The Trustees of the Corporation, at a meeting duly convened after proper notice, and held on April 7th, 1960, adopted a resolution declaring the amendments above set-forth were advisable, approving the same, and directing that they be submitted to a meeting of all persons above twenty-one years of age belonging to the congregation of Trinity Cathedral, Easton.

THIRD: Ten days written notice of said meeting was given to each such member of said congregation; a meeting of the members of the same was held on April 28th, 1960 and at said meeting the aforegoing amendments were adopted by a majority of such members attending said meeting.

FOURTH: The amendments above set forth were duly advised by said Trustees and adopted by such members, and said Trustees designated Stanley Palmer, Ivon T. Morton, and John R. Fountain as Secretary to sign and acknowledge these Articles of Amendment on behalf of said Congregation.

AS WITNESS the seal of Trinity Cathedral, Easton, by Stanley Palmer and Ivon T. Morton, Trustees, attested by John R. Fountain as Secretary, this 9th day of May, 1960.

TRINITY CATHEDRAL, EASTON

By Stanley Palmer
Ivon T. Morton
Trustees

Attest:
John R. Fountain
Secretary

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

STATE OF MARYLAND, TALBOT COUNTY, to wit:

THIS IS TO CERTIFY That before me, the undersigned officer, a Notary Public of the State of Maryland in and for the County aforesaid, personally appeared Stanley Palmer and Ivon T. Morton, Trustees of Trinity Cathedral, Easton, and in the name and on behalf of said Corporation, being duly authorized so to do, acknowledged the foregoing Articles of Amendment to be the act of said corporation; and at the same time also appeared Allen J. Miller, and made oath in due form of law that he was Chairman of the meeting of the members of the congregation of Trinity Cathedral, Easton, at which said amendments were approved, and that the matters and facts set forth in the above Articles of Amendment are true to the best of his knowledge, information and belief.

Juanita B. Wallace
Notary Public

My Commission Expires:
5/1/61

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

LIBER 11 PAGE 115

ARTICLES OF AMENDMENT

OF

TRINITY CATHEDRAL EASTON

changing its name to

THE CHAPTER OF TRINITY CATHEDRAL

approved and received for record by the State Department of Assessments and Taxation of Maryland May 16, 1960 **at** 9:00 **o'clock** A.M. **as in conformity with law and ordered recorded.**

A 4608

Recorded in Liber 2189 **, folio** 246 **one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

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

To the clerk of the Circuit **Court of** Talbot County

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

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

Charles G. Bontzer

Director

LIBER 11 PAGE 116

State of Maryland, Talbot County, To-wit: Received the 1st day of Nov. A.D. 19 60 at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio , one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk

BE IT RESOLVED by the Board of Directors of Crockett Bros., Inc., that the resident agent of the Corporation by and it is hereby changed to Edward H. Boyd, whose post office address is Oxford, Maryland. The resident agent so designated is an individual actually residing in the State of Maryland.

THIS IS TO CERTIFY, that I am the Secretary of Crockett Bros., Inc., a Maryland Corporation, as such am custodian of said Corporation's books and records, and that the aforegoing is an exact copy of a Resolution adopted by said Corporation's Board of Directors duly held on April 21st, 1960, at Oxford, Maryland, as appears from the minutes of said meeting.

AS WITNESS my hand and the seal of said Corporation this 6th day of May, 1960.

Secretary

Examined and Mailed to Henry, Henry & Adkins 11-17-60

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

LIBER 11 PAGE 117

NOTICE OF CHANGE OF RESIDENT AGENT
OF
CROCKETT BROS., INC.

received for record May 10, 1960, at 9:45A. M.

and recorded in Liber F No. 183 Folio No. 52 one of

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

Clerk of the Circuit Court of Talbot County

AA № 344

Recording Fee Paid $2.00

Aluminum Construction Co. Inc. 125-127 S. Washington St. Easton, Md. 1-4-61

Rec No. 82437

LIBER 11 PAGE 118

State of Maryland, Talbot County, To-wit: Received the 8th day of Dec. A.D. 19 60, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No 11 folio , one of the Corporation Record Books of Talbot County.

Per John T. Baynard
Clerk.

ARTICLES OF INCORPORATION OF PENN ALUMINUM CONSTRUCTION COMPANY, INCORPORATED, OF MARYLAND

THIS IS TO CERTIFY:

FIRST: That we, ROBERT LeROY, of 630 Parson Street, Easton, Pennsylvania; HAROLD ROTH of 833 N. Ott Street, Allentown, Pennsylvania; LOUIS ROTH of Easton Manor Motel, Easton, Maryland, and IRENE BOTTOS of 255 Mercer Street, Phillipsburg, New Jersey, all being over twenty-one years of age, do, under and by virtue of the general laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation is: "PENN ALUMINUM CONSTRUCTION COMPANY, INCORPORATED, OF MARYLAND."

THIRD: The purposes for which the corporation is formed is to perfom general contracting and carpentry work, roofing and siding installation, stone facing, brick facing, sandblasting, heating, plumbing, painting cement work, storm window and door installation and general remodeling and modernizing of public, private and commercial buildings. In addition, the Corporation shall have such other powers as may be necessary and incident to carrying out the foregoing.

FOURTH: The postoffice address of the principal office of the corporation in this State is:

125-127 S. Washington Street
Easton, Maryland

The name and postoffice address of the Resident Agent of the corporation is:

Louis Roth
Easton Manor Motel
Easton, Maryland.

Said Resident Agent is a citizen of this State and actually resides herein.

FIFTH: The Corporation has the authority to issue a total of two hundred shares of common stock having a par value of $100.00 per share. The Corporation has no authority to issue shares of any other class of stock. The aggregate par value of all shares of all classes is, therefore $20,000.00.

SIXTH: No shares of the Corporation may be sold or transferred to a non-shareholder unless or until said shares have first been offered for sale to the incorporators of this Corporation.

SEVENTH: The Corporation shall have not less than four directors nor more than ten. The following are to act as directors of the Corporation until the first annual meeting or until their successors are duly chosen and qualified:

ROBERT LeROY
HAROLD ROTH
LOUIS ROTH
IRENE BOTTOS

NORTH & NORTH
ATTORNEYS AT LAW
EASTON, MD.
NORTH BUILDING

IN TESTIMONY WHEREOF, we, the subscribers, have hereunto set our hands this 19th day of May, 1960.

Robert LeRoy
Robert LeRoy

Harold Roth
Harold Roth

Louis Roth
Louis Roth

Irene Bottos
Irene Bottos

STATE OF MARYLAND, TALBOT COUNTY, to wit:

I HEREBY CERTIFY that on this 19th day of May, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Talbot County, personally appeared Robert LeRoy, Harold Roth, Louis Roth and Irene Bottos, and each and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Mary L. North, Notary Public

My commission expires 5/1/61

NORTH & NORTH
ATTORNEYS AT LAW
EASTON, MD.
NORTH BUILDING

LIBER 11 PAGE 120

ARTICLES OF INCORPORATION

OF

PENN ALUMINUM CONSTRUCTION COMPANY, INCORPORATED, OF MARYLAND

approved and received for record by the State Department of Assessments and Taxation of Maryland June 1, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 4906

Recorded in Liber 2192, folio 317, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 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 Department of Assessments and Taxation of Maryland.

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

Director

LIBER 11 PAGE 121

State of Maryland, Talbot County, To-wit: Received the 8th day of Dec. A.D. 19 60 at 9:00 o'clock A.M. to be recorded, and same day recorded in Liber JTB No. 11 folio ... one of the Corporation Record books of Talbot County.

Per John T. Baynard
Clerk

Rec. No. 82438

EASTON GO-KART CLUB, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:--

FIRST: That we, the subscribers, Edgar A. Morgan, whose post-office address is Easton, Maryland, William N. Johnson, whose post-office address is Easton, Maryland, and William M. Hughes, 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 (hereinafter called the Corporation) is:

EASTON GO-KART CLUB, INC.

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

a. To implant firmly in the boys of the community the ideals of good sportsmanship, honesty, loyalty, courage and reverence.

b. To operate, maintain and race go-karts.

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 aforegoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions, and provisions herein expressed, and subject in all particulars to the limitation 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 Easton, Maryland. The resident agent of the Corporation is William M. Hughes, whose post-office address is Easton, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

Z. H. STAFFORD
ATTORNEY AT LAW
11 FEDERAL STREET
EASTON, MARYLAND
TALBOT 2-1100

Examined & Mailed to William M. Hughes, Easton, Md 1-4-61

FIFTH: The Corporation shall have not less than three nor more than five Directors, and Edgar A. Morgan, William N. Johnson, and William H. Hughes 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 said Corporation.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed this Certificate of Incorporation on May 31st, 1960.

WITNESS:

Edgar A. Morgan
Edgar A. Morgan

William N. Johnson
William N. Johnson

William M. Hughes
William M. Hughes

STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 31st day of May, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Caroline County, personally appeared Edgar A. Morgan, William N. Johnson and William M. Hughes, and severally acknowledged the aforegoing Certificate of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

Shirley C. Short (formerly Shirley C. Greenly)
Notary Public

My commission expires: May 1, 1961.

Z. H. STAFFORD
ATTORNEY AT LAW
11 FEDERAL STREET
EASTON, MARYLAND
TALBOT 2-1100

LIBER 11 PAGE 123

ARTICLES OF INCORPORATION

OF

EASTON GO-KART CLUB, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland June 22, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 5187

Recorded in Liber 7 195, folio 56, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

#424

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 Department of Assessments and Taxation of Maryland.

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

Charles H. Winter

Director

State of Maryland Talbot County, To-wit: Received this 8th day of Dec. A.D. 19 60, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio , one of the Corporation Record Books of Talbot County.

Per John T. Baynard
Clerk

A.B.C. FARM EQUIPMENT COMPANY, INC.

ARTICLES OF INCORPORATION

Fee. No. 82439

FIRST: We, the undersigned, CHARLES R. RATHELL, JR. whose postoffice address is Hillsboro, Maryland; T. LEE RATHELL, whose postoffice address is Wye Mills, Maryland, and JOHN C. NORTH II whose postoffice address is P.O.Box 479, Easton, 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 "A. B. C. Farm Equipment Company, Inc."

THIRD: The purpose for which the Corporation is formed is as follows: to buy, sell, barter, exchange, trade in, service, maintain, store, overhaul, and repair farm equipment, machinery, motor vehicles and accessories of every kind and nature, including earth moving machinery and to deal in hand and power tools, repair parts and general hardware of all kinds, together with gasoline, diesel fuel, oil, lubricants and greases; to purchase, lease or otherwise acquire property, real, personal and mixed of every kind and to own, hold, sell, convey, exchange encumber the same by mortgage or other instrument in writing or in any other manner and to otherwise deal in, utilize or dispose of said property, real, personal or mixed or any rights, interests, equities, mortgages and options in, upon or affecting any property so acquired; to improve, construct, build, own, operate, maintain, lease or sell any warehouse, storage house, dwelling house, offices, store rooms or other facilities necessary and incident to carrying on the foregoing business; to act as dealer, broker, agent or factor for any person, firm or corporation in the sale, barter, exchange or trade of any and all vehicles or other real or personal property wherein the Corporation is authorized to deal. In addition, the Corporation shall have all such other powers as may be necessary and incident to carrying on the foregoing business.

FOURTH: The postoffice address of the principal office of the Corporation in this State is R. D. 1, Cordova, Maryland.
The name and postoffice address of the resident agent of the Corporation in this State are: Charles R. Rathell, Jr., Hillsboro, Maryland. Said resident agent is a citizen of this State and actually resides herein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is three hundred (300) shares of the par value of one hundred dollars ($100.00) per share, all of one class and having an aggregate par value of thirty Thousand Dollars ($30,000.00).

SIXTH: No shares of the Corporation may be sold or transferred to a non-share holder unless and until said shares have first been offered for sale to the said Charles R. Rathell, Jr. and T. Lee Rathell.

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

Charles R. Rathell, Jr.
T. Lee Rathell
John C. North II

NORTH & NORTH
ATTORNEYS AT LAW
EASTON, MD.
NORTH BUILDING

Examined & Mailed to North & North 1-4-61

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 27th day of June, 1960.

WITNESS:

Mary L. North

Charles R. Rathell, Jr. (SEAL)

T. Lee Rathell (SEAL)

John C. North II (SEAL)

STATE OF MARYLAND, TALBOT COUNTY, to wit:

I HEREBY CERTIFY that on this 27th day of June, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Talbot County personally appeared Charles R. Rathell, Jr., T. Lee Rathell and John C.North 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.

Mary L. North, Notary Public

NORTH & NORTH
ATTORNEYS AT LAW
EASTON, MD.
NORTH BUILDING

LIBER 11 PAGE 126

ARTICLES OF INCORPORATION

OF

A. B. C. FARM EQUIPMENT COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland June 28, 1960 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 5316

Recorded in Liber 7196, folio 165, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Talbot County

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

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

Director

LIBER 11 PAGE 127

Dec. 8th 60 9:00 A.

JTB No. 11

Corporation

Per John T. Baynard
Clerk

Rec. No. 82440

ARTICLES OF INCORPORATION

FIRST: THAT WE, THE UNDERSIGNED, Lester Parker, whose post office address is No. 27 Locust Street, Easton, Maryland, Wendell M. Foster, whose post office address is No. 38 Locust Street, Easton, Maryland, Henry Gibson, whose post office address is Glenwood Avenue, Easton, 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 AMERICAN LEGION, DEPARTMENT OF MARYLAND, BLAKE-BLACKSTON POST NO. 77, INC.

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

a. To receive, hold and operate under a charter, (either permanent or supplemental) issued by the American Legion as a Post.

b. To uphold and defend the Constitution of the United States of America; to maintain law and order; to foster and perpetuate a one hundred per cent Americanism; to preserve the memories and incidents of our associations in the Great Wars; to inculcate a sense of individual obligation to the community, state and nation; to combat the autocracy of both the classes and the masses; to make right the master of might; to promote peace and good will on earth; to safeguard and transmit to posterity the principles of justice, freedom and democracy; to consecrate and sanctify our comradeship by our devotion to mutual helpfulness.

To cooperate with the American Legion, a national

Examined & Mailed to Mary P. Jones 1-4-60

corporation, formed conformably to the acts of Congress of the United States of America under date of September 16, 1919; to create a spirit of fraternity among its members and the association of those who are qualified for membership in accordance with the provisions of the Constitution and by-laws of the American Legion.

To promote the general welfare of all Veterans of the Armed Forces of the United States and their families.

To maintain continued allegiance to the national Constitution and by-laws of the American Legion and the Constitution and by-laws of the Maryland Department thereof, and to recognize said corporation as a subordinate unit of the American Legion and of said Department.

c. To purchase, own, hold, sell, deed, lease, release, mortgage, pledge, transfer or otherwise acquire and alienate property, both real and personal, of every class and description, or any interest therein necessary or desirable for the carrying on of the aforesaid activities or either of them.

d. To borrow money to make and issue its bonds, notes and other obligations; and to mortgage, pledge, or hypothecate any stocks, bonds, or other evidences of indebtedness; and any other property held by it, as the law will permit.

e. To loan and invest its money and funds and accept such securities for the same as permitted by law.

f. To purchase, hold, own, sell, deed, lease, mortgage, and/or pledge stock and participate in the management of any other corporation whose purpose shall not conflict with the aforesaid purpose of this corporation as herein provided.

g. This corporation is fully authorized and empowered to hold any and all trust funds of any kind, character and description, and to receive monies, securities and property of any kind or description by way of gift, devise, deed of trust or in any

other manner; and to administer the same for any of the purposes or objects as herein provided.

h. To carry on any other activities which may seem to the corporation to be calculated directly or indirectly to affectuate the aforesaid objects or either of them.

i. To direct and maintain buildings to provide meeting places for the conduct of business of the corporation and the entertainment of its members.

In addition to the aforesaid powers, the corporation and its members shall at all times have and enjoy all the rights, privileges, powers and immunities as provided under the code of Public Laws of Maryland and of the United States of America; and that the enumeration of certain powers as herein defined is not intended to be exclusive of or as a waiver of any other powers, rights or privileges granted or conferred by the laws of the State or the United States of America, now, or hereafter in force.

FOURTH: The corporation is organized for non-profitable purposes and no part of the net earnings shall inure to the benefit of any members, it shall have no capital stock, and its revenue will be derived from contributions, assessments, dues or other sources decided upon by the Board of Directors.

FIFTH: The conditions of membership in the corporation shall be such as may be provided from time to time by the Constitution and by-laws of this corporation and they shall be in conformity with the Constitution and by-laws of the Department of Maryland; The American Legion and the Constitution and by-laws of the National Organization of the American Legion.

SIXTH: The post office address of the principal office of the corporation in this State is Glenwood Avenue, Easton, Maryland; the name and post office address of the resident agent of the corporation in this State are Wendell Foster, No. 38 Locust Street, Easton, Maryland. Said resident agent is an individual actually residing in this State.

SEVENTH: The number of directors of the corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the corporation, but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Lester Parker, Wendell Foster and Henry Gibson.

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, 1960.

WITNESS Wilma B. Willis AS TO Lester Parker (SEAL)
Wilma B. Willis — Lester Parker

WITNESS Wilma B. Willis AS TO Wendell M. Foster (SEAL)
Wilma B. Willis — Wendell M. Foster

WITNESS Wilma B. Willis AS TO Henry Gibson (SEAL)
Wilma B. Willis — Henry Gibson

STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

I HEREBY CERTIFY that on this 31st day of May, 1960, before me, the subscriber, a Notary Public of the State of Maryland in and for the County aforesaid, personally appeared Lester Parker, Wendell Foster and Henry Gibson and severally acknowledged the aforegoing Articles of Incorporation to be their act.

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

Wilma B. Willis, Notary Public

LIBER 11 PAGE 131

ARTICLES OF INCORPORATION

OF

THE AMERICAN LEGION, DEPARTMENT OF MARYLAND, BLAKE-BLACKSTON POST NO. 77, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland June 1, 1960 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 4910

Recorded in Liber 2 192 **, folio** 335 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

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

To the clerk of the Circuit **Court of** Talbot County

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

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

Charles Rhodes

Director

LIBER 11 PAGE 132

State of Maryland, Talbot County, To-wit: Received the 8th day of Dec. A.D. 19 60, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk

Rec. No. 8 2441

Charles E. Wheeler & Ernest M. Thompson 1-4-60

ARTICLES OF INCORPORATION

OF

SPORTS AND SPECIALTIES SHOP OF ANNAPOLIS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, ERNEST M. THOMPSON, whose post-office address is 129 N. Washington Street, Easton, Maryland; CHARLES E. WHEELER, whose post-office address is 129 N. Washington Street, Easton, Maryland; and GENE L. TODD, whose post-office address is 12-Fourth Street, Denton, 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:

SPORTS AND SPECIALTIES SHOP OF ANNAPOLIS, 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;

(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 otherwise, without limit as to amount, and to secure the same by mortgage, pledge or otherwise; and generally to make and perform agreements and contracts of every kind and description;

(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 organized;

(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 locates is 9 North Harrison Street, in Easton, Maryland.

The resident agent of the corporation is SARAH W. TODD, whose address is 213 S. 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, W. STUART THOMPSON, JR. and SARAH W. 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 common stock divided into One Thousand Two Hundred (1,200) shares of the par value of Fifty Dollars ($50.00) each.

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: 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.

EIGHTH: 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.

NINTH: The duration of the corporation shall be perpetual.

TENTH: 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.

ELEVENTH: 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.

TWELFTH: 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 prescribed by law, and all rights and powers conferred herein on stockholders, directors and officers are subject to this reserved power.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 7th day of June, 1960.

Ernest M. Thompson

WITNESS:

Charles E. Wheeler

Meta T. Wallace
AS TO ALL

Gene L. Todd

STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

I HEREBY CERTIFY, That on June 7, 1960, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared ERNEST M. THOMPSON, CHARLES E. WHEELER and GENE L. TODD, who severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal.

Notary Public (Meta T. Wallace)

My commission expires: May 1, 1961

Spots + Speedtree Shop, Inc

LIBER 11 PAGE 137

ARTICLES OF INCORPORATION

OF

SPORTS AND SPECIALTIES SHOP OF ANNAPOLIS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland June 8, 1960 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 5005

Recorded in Liber 7172 **, folio** 598 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

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

To the clerk of the Circuit **Court of** Talbot County

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

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

Director

LIBER 11 PAGE 138

State of Maryland, Talbot County, To-wit: Received the 8th day of Dec. A.D. 19 60, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ..... one of the Corporation Record Books of Talbot County.

Per John T. Baynard
Clerk

ARTICLES OF INCORPORATION
OF
HATTERAS CHESAPEAKE COMPANY

Rec. No. 87442

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, T. Hughlett Henry, T. Hughlett Henry, Jr. and William H. Adkins, II, whose post office addresses are 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:

HATTERAS CHESAPEAKE COMPANY

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 a natural person might or could, and in any part of the world, as principal, agent, contractor, broker, trustee or otherwise, and either alone or in company with others, namely:

(a) To buy, build, sell, lease, deal in and with, store, repair and fit out power and sail yachts and boats, marine engines, and all types and sorts of parts, accessories, supplies, and equipment in any manner connected or related therewith or thereto.

(b) To buy, lease or erect, and to maintain and operate warehouses, stores, wharfs or docks, marinas or any structure or premises useful or necessary in connection with the aforegoing objects and purposes.

(c) To purchase, lease or otherwise acquire property, real, personal and mixed, and to own, hold, sell and convey,

Examined & Marked 1-4-61

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

exchange, pledge, mortgage or otherwise deal in, uitlize or dispose of such property.

(d) To act as agent, distributor, attorney-in-fact, factor or broker incident to any or all of the business of this corporation, on commission or otherwise, and to aid and assist, promote and conserve the interests of and afford facilities for the convenient transaction of business by principals, patrons, customers or clients in all parts of the world.

(e) To borrow money and to issue therefor promissory notes, bonds, debentures or other obligations, and to give as security for its indebtedness mortgages, pledges, or other liens upon the corporate property or assets, real, personal or mixed.

(f) To do any and all things necessary or desirable or which may be appropriate to promote and attain the objects and purposes herein enumerated, and to carry on any other business in connection with the foregoing and to have and to exercise all the powers conferred by the laws of Maryland upon corporations.

(g) The aforegoing 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 it is not intended, by the mention of any particular purpose, power, object or business in any manner to limit or to restrict the generality of any other purpose, power, object or business mentioned, or to limit or to restrict any of the powers of the corporation.

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

FOURTH: The post office address of the principal office of the corporation in this State is Oxford, Maryland. The

resident agent of the corporation is William H. Adkins, II, whose 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 three directors, and Arnold R. Moyer, Helena B. Moyer and Frederick G. Eastman shall act as such until the first annual meeting and until their successors are duly chosen and qualified.

SIXTH: The total number of shares of stock which the corporation has authority to issue is Two Hundred Fifty (250) shares of the par value of One Hundred ($100.00) Dollars per share; all of which shares are of one class and are designated common stock.

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

(b) No contract or other transaction between this corporation and any other corporation and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be

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

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

(d) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or re-classify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

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.

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

IN WITNESS WHEREOF, we have hereunto subscribed our names and affixed our seals this 7th day of June, in the year one thousand nine hundred and sixty.

Witness:

T. Hughlett Henry (SEAL)
T. Hughlett Henry

T. Hughlett Henry, Jr. (SEAL)
T. Hughlett Henry, Jr.

William H. Adkins (SEAL)
William H. Adkins, II

Juanita B. Wallace

STATE OF MARYLAND, TALBOT COUNTY, to wit:

I HEREBY CERTIFY, that on this 7th day of June, 1960, before me, the undersigned officer, a Notary Public of the State of Maryland, in and for Talbot County aforesaid, personally appeared T. Hughlett Henry, T. Hughlett Henry, Jr., and William H. Adkins, II, known to me, (or satisfactorily

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

proven) to be the persons whose names are subscribed to the within instrument, and acknowledged that they executed the same for the purposes therein contained, and further acknowledged said instrument to be their act.

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

Juanita B. Walsh
Notary Public

My Commission Expires:
May 1, 1961

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

LIBER 11 PAGE 144

ARTICLES OF INCORPORATION

OF

HATTERAS CHESAPEAKE COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland June 17, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 5164

Recorded in Liber 2194, folio 558, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

#423

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 Department of Assessments and Taxation of Maryland.

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

Charles Morton
Director

LIBER 11 PAGE 145

State of Maryland Talbot County, To-wit: Received the 8th day of Dec. A.D. 19 60, at 9:00 o'clock A.M. to be recorded, and same day recorded in Liber JTB No. 11 folio ... one of the Corporation Record Books of Talbot County.

Per John T. Baynard
Clerk.

FOOD SERVICE INSTITUTE, INC.
STOCK ISSUANCE STATEMENT

Rec. No. 8543

Food Service Institute, Inc., a Maryland Corporation having its principal office in Talbot County, Maryland (hereinafter called the Corporation) hereby certifies to the State Department of Assessments and Taxation that:

FIRST: The Corporation has authorized the issuance of twenty-six (26) full paid and non-assessable shares without par value 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 One Thousand ($1,000) Dollars: past services rendered the Corporation by Harold H. Jaeger and the assignment by Mr. Jaeger to the Corporation of all the former's interest in the trademarks, names and labels "Maitre Dee" and "Menu-Ready", and in the name "Food Service Institute."

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 issuance of said shares of stock on the terms above set forth was duly authorized by the Board of Directors of the Corporation by written consent signed by all members of said Board on May 26, 1960.

IN WITNESS WHEREOF, Food Service Institute, 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 31st day of May, 1960.

FOOD SERVICE INSTITUTE, INC.

By Harold H. Jaeger
Harold H. Jaeger
President

ATTEST:

William H. Adkins, II
Secretary

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

Stamped & Mailed to Henry, Henry & Adkins 1-4-61

STATE OF MARYLAND, TALBOT COUNTY, to wit:

I HEREBY CERTIFY, That on May 3/5/, 1960, before me, the subscriber, a Notary Public of the State of Maryland in and for the County aforesaid, personally appeared Harold H. Jaeger, President of Food Service Institute, Inc., a Maryland Corporation, and in the name and on behalf of said corporation acknowledged the aforegoing Stock Issuance Statement to be the corporate act of said corporation; and at the same time also personally appeared William H. Adkins, II, and made oath in due form of law that he is Secretary of said corporation, and has custody of the records of the minutes of proceedings of the Board of Directors of the same, and that the matters and facts set forth in said Stock Issuance Statement are true to the best of his knowledge, information and belief.

Juanita B. Wallace
Notary Public

My Commission Expires:
5/1/61

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

LIBER 11 PAGE 147

STOCK ISSUANCE STATEMENT

OF

FOOD SERVICE INSTITUTE, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland June 28, 1960 at 9:00 o'clock A/M. as in conformity with law and ordered recorded.

A 5304

Recorded in Liber 3196, folio 115, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

Director

LIBER 11 PAGE 148

State of Maryland, Talbot County, To-wit: Received the 8th day of Dec. A.D. 19 60, at 9:00 o'clock A.M. to be recorded, and same day recorded in Liber JTB No. 11 fo o ..... , one of the Corporation Record Books of Talbot County.

Per John T. Baynard
Clerk

THE PACEMARK CORPORATION

STOCK ISSUANCE STATEMENT

THIS IS TO CERTIFY:

FIRST: That the Board of Directors of The Pacemark Corporation, a Maryland corporation, having its principal office at Easton, Maryland, (hereinafter called the Corporation) at a meeting duly convened and held on June 2, 1960, at 10:00 A. M., by resolution:

(a) Duly authorized the issuance of six hundred (600) fully paid and non-assessable shares of the par value of Ten ($10.00) Dollars each of the capital stock of the Corporation for the following consideration:

All right, title and interest of John W. Wade in and to a certain License Agreement, dated February 3, 1960, between Joseph Whitehill and Coleman Instrument Company, Inc. (which License Agreement pertains to a certain apparatus for indicating change in velocity); together with all rights under said License Agreement and all drawings, blueprints, designs, tools, dies, devices, parts, material (whether raw, manufactured or partly manufactured), manufacturing processes, files, correspondence, inventory of speed change indicators and component parts, and all property rights related thereto, produced, created or existing under or by virtue of the aforesaid License Agreement, or in connection therewith, all of which were assigned to said John W. Wade by Coleman Instrument Company, Inc. on March 31, 1960, pursuant to a resolution of the Board of Directors of said corporation passed on said date.

(b) Stated that the actual value of the property and assets of John W. Wade offered in consideration for the issuance of six hundred (600) shares of the capital stock of the Corporation is, in the opinion of the Board of Directors of this Corporation, not less than Six Thousand ($6,000.00) Dollars.

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

Rec. No. 82444

Examined and mailed to Oliver S. Mulliken 1-4-61

IN WITNESS WHEREOF, The Pacemark Corporation has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary this 4th day of June, 1960.

ATTEST:

John W. Wade
(John W. Wade)
Secretary

THE PACEMARK CORPORATION

By Joseph Whitehill
(Joseph Whitehill)
President

STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 4th day of June, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Talbot County aforesaid, personally appeared Joseph Whitehill, President of The Pacemark Corporation, a Maryland corporation, and in the name and on behalf of said Corporation acknowledged the aforegoing statement to be the corporate act of said Corporation; and at the same time personally appeared John W. Wade and made oath in due form of law that he was the Secretary of the meeting of the Board of Directors of the Corporation at which the issuance 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.

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

Helen K. Plummer
(Helen K. Plummer)
Notary Public

X

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LIBER 11 PAGE 150

STOCK ISSUANCE STATEMENT

OF

THE PACEMARK CORPORATION

approved and received for record by the State Department of Assessments and Taxation of Maryland June 17, 1960 at 10:00 o'clock A.M. as in conformity with law and ordered recorded.

A 5124

Recorded in Liber 2194, folio 358, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

#421

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 approved and recorded by the State Department of Assessments and Taxation of Maryland.

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

Charles H. Rautzen

Director

LIBER 11 PAGE 151

State of Maryland, Talbot County, To-wit: Received the 8th day of Dec. A.D. 19 60 at 9:00 o'clock A.M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

✓K.

Rec. No. 82445

ANTHONY AND LATHAM, INCORPORATED

ARTICLES OF AMENDMENT

Anthony and Latham, Incorporated, a Maryland corporation, having its principal office in Talbot County, Maryland (hereinafter called "the corporation"), hereby certifies to State Department of Assessments and Taxation that:

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

"SECOND: The name of the corporation (which is hereinafter called "the corporation") is The Latham Company.

"SIXTH: The total amount of the authorized capital stock of the corporation is Fifty Thousand ($50,000.00) Dollars par value of common stock, divided into five thousand (5000) shares of the par value of Ten ($10.00) Dollars each.

SECOND: That the Board of Directors of the Corporation, at a meeting duly convened and held on May 25, 1960, duly advised the amendments of the charter of the corporation hereinabove set forth by passing a resolution declaring that said amendments are advisable and calling a meeting of the stockholders to take action thereon.

THIRD: That the meeting of the stockholders of the Corporation, called by the Board of Directors of the Corporation as aforesaid, was held at the offices of Ernest M. Thompson, Esq., in Easton, Maryland, on May 25, 1960 pursuant to waiver of notice duly executed and filed with the records of the meeting, and at said meeting the stockholders, by the affirmative vote of the

Examined & mailed to The Latham Company, Miles St., Easton, Md. 12-7-61

holder of all the shares of stock outstanding and entitled to vote, duly adopted the amendment of the charter of the Corporation herein above set forth.

FOURTH: (a) The total number of shares of all classes of stock of the corporation heretofore authorized, and the number and par value of the shares of each class are as follows: One thousand (1000) shares of the par value of Ten ($10.00) each - total authorized capital stock Ten Thousand ($10,000.00) Dollars.

(b) The total number of shares of all classes of stock of the corporation as increased, and the number and par value of the shares of each class are as follows: Five thousand (5000) shares of the par value of Ten ($10.00) Do llars each - total authorized capital stock Fifty Thousand ($50,000.00) Dollars.

(c) The capital stock of the corporation is not divided into classes.

IN WITNESS WHEREOF, Anthony and Latham, 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 attached and attested by its Secretary on May 25, 1960.

ANTHONY AND LATHAM, INCORPORATED

BY: James C. Latham
James C. Latham, President

ATTEST:

Josephine P. Latham
Josephine P. Latham, Secretary

STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

I HEREBY CERTIFY, That on May 25, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for County, personally appeared James C. Latham, President of Anthony and Latham, 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 Josephine P. Latham and made oath in due form of law that she was Secretary of the meeting of stockholders of the corporation at which the amendment of the charter of the corporation set forth in said Articles of Amendment was adopted, and that the matters and facts set forth in said Articles of Amendment are true to the best of her knowledge, information and belief.

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

Charlotte [illegible]
Notary Public

My commission expires:

May 1, 1961

LIBER 11 PAGE 154

ARTICLES OF AMENDMENT

OF

ANTHONY AND LATHAM, INCORPORATED

changing its name to

THE LATHAM COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland June 6, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 4959

Recorded in Liber 2193, folio 75, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 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 Department of Assessments and Taxation of Maryland.

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

Sondra W. Karston
Director

LIBER 11 PAGE 155

State of Maryland, Talbot County, To-wit: Received the 8th day of Dec. A.D. 19 60, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ..... one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

FOOD SERVICE INSTITUTE, INC.
ARTICLES OF AMENDMENT

Rec. No. 82446

Food Service Institute, Inc., a Maryland Corporation having its principal office in Talbot County, Maryland (hereinafter called the Corporation) hereby certifies to the State Department of Assessments and Taxation that:

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

FIFTH: The Corporation shall have such number of directors, not exceeding five and not less than three, as the By-Laws shall specify, and Harold H. Jaeger, Harold Levy and William H. Adkins, II, shall initially serve as Directors.

SECOND: The amendment to the Charter of the Corporation herein made was approved by written consent to the same, signed by all members of the Board of Directors of said Corporation on May 26, 1960 and filed with the minutes of proceedings of the said Board of Directors; and there are no shares of stock of the Corporation entitled to vote thereon either outstanding or subscribed for.

IN WITNESS WHEREOF, FOOD SERVICE INSTITUTE, 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 31st day of May, 1960.

FOOD SERVICE INSTITUTE, INC.

By Harold H Jaeger
Harold H. Jaeger
President

ATTEST:

William H. Adkins, II
Secretary

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

Examined & Marked to Henry, Henry & Adkins 1-4-61

STATE OF MARYLAND, TALBOT COUNTY, to wit:

I HEREBY CERTIFY, That on May 31st, 1960, before me, the subscriber, a Notary Public of the State of Maryland in and for the County aforesaid, personally appeared Harold H. Jaeger, President of Food Service Institute, Inc., a Maryland Corporation, and in the name and on behalf of said corporation acknowledged the aforegoing Articles of Amendment to be the corporate act of said corporation; and at the same time also personally appeared William H. Adkins, II, and made oath in due form of law that he is Secretary of said corporation, and has custody of the records of the minutes of proceedings of the Board of Directors of the same, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

Juanita B. Wallace
Notary Public

My Commission Expires:
5/1/61

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

LIBER 11 PAGE 157

ARTICLES OF AMENDMENT

OF

FOOD SERVICE INSTITUTE, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland June 29, 1960 **at** 9:00 **o'clock** A.M. **as in conformity with law and ordered recorded.**

A 5367

Recorded in Liber 2196 **, folio** 457 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

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

To the Clerk of the Circuit **Court of** Talbot County

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

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

Director

LIBER 11 PAGE 158

State of Maryland, Talbot County, To-wit: Received the 8th day of Dec. A.D. 19 60, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the

GUARD-SEAL CORPORATION

were received for record on June 3, 1960, 19 ..., in accordance with the provisions of Sec. 77 of Art. 23 of the Code (1957 Edition).

Albert W. Ward
Director

Rec. No. 82447

Samuel Jackson, Jr., St. Michaels Rd., Easton, Md. 1-9-61
Emanuel Liebman, Attorney, 714 Market St., Camden, N.J.

GUARD-SEAL SALES CORPORATION

ARTICLES OF DISSOLUTION

GUARD-SEAL SALES CORPORATION, a Maryland corporation having its principal office in Talbot County, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation, that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth, and the post office address of the principal office of the Corporation in the State of Maryland is St. Michaels Road, 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, is Samuel Jackson, Jr., St. Michaels Road, 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:

NAME	POST OFFICE ADDRESS
Emmanuel Liebman	714 Market Street Camden, New Jersey
Samuel Jackson, Jr.	St. Michaels Road Easton, Maryland

NAME	POST OFFICE ADDRESS
R. Wade Seniff	4319 Barrington Road Baltimore 29, Maryland

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

NAME	TITLE	POST OFFICE ADDRESS
Samuel Jackson, Jr.	President	St. Michaels Road Easton, Maryland
Robert L. Nutt	Vice President	National Bank of Commerce Building Norfolk, Virginia
Emmanuel Liebman	Secretary	714 Market Street Camden, New Jersey
Alease D. Horney	Asst. Secretary	605 Brookletts Avenue Easton, Maryland
Samuel Jackson, Jr.	Treasurer	St. Michaels Road Easton, Maryland
Kenneth D. Brown	Asst. Treasurer	401 S. Washington St. Easton, Maryland

SIXTH: 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 was adopted by the board of directors without a meeting upon the written consent to such action signed by all members of the board and such written consent is filed with the minutes of proceedings of the board.

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

EMMANUEL LIEBMAN
LAW OFFICES
CAMDEN, NEW JERSEY

dissolution of the Corporation has been duly advised by the board of directors and authorized by the stockholders of the Corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland (L. 1951, ch. 135).

EIGHTH: The Corporation has no known creditors.

NINTH: These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland and of the following collectors of taxes (being all collectors of taxes in the list ~~thereof~~ heretofore supplied to the Corporation by the State Department of Assessments and Taxation) stating in effect that all taxes levied on assessments made by the said Commission and billed by and payable to such collecting authorities by the Corporation have been paid, except taxes barred by Section 212 of Article 81 or otherwise, including taxes billed for the year in which the dissolution of the Corporation is to be effected, namely:

NONE

IN WITNESS WHEREOF, GUARD-SEAL SALES CORPORATION has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary, on May 20, 1960.

GUARD-SEAL SALES CORPORATION

BY Samuel Jackson, Jr.
Samuel Jackson, Jr., President

Attest:

Emmanuel Liebman
Emmanuel Liebman, Secretary

EMMANUEL LIEBMAN
LAW OFFICES
CAMDEN, NEW JERSEY

LIBER 11 PAGE 161

STATE OF New Jersey :
: ss.
COUNTY OF Camden :

I HEREBY CERTIFY that on May 20, 1960, before me, the subscriber, a notary public of the State of New Jersey in and for the County of , personally appeared Samuel Jackson, Jr., president of GUARD-SEAL SALES CORPORATION, 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 Emmanuel Liebman and made oath in due form of law that he was secretary of said corporation and received a written consent of all members of the board of directors to the adoption of a resolution declaring that dissolution of the said corporation is advisable and directing that the proposed dissolution be submitted for action thereon to the stockholders of said corporation, 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.

Mary I. Brooks

NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Sept. 25, 1962

EMMANUEL LIEBMAN
LAW OFFICES
CAMDEN, NEW JERSEY

LIBER 11 PAGE 162

STATE OF MARYLAND

COMPTROLLER OF THE TREASURY

STATE TREASURY BUILDING

ANNAPOLIS, MARYLAND

LOUIS L. GOLDSTEIN
COMPTROLLER

BERNARD F. NOSSEL
CHIEF DEPUTY

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

GUARD-SEAL SALES CORPORATION

have been paid.

WITNESS my hand and official seal this thirty-first day of May A. D. 1960.

Deputy Comptroller

LIBER 11 PAGE 163

ARTICLES OF DISSOLUTION

OF

GUARD-SEAL SALES CORPORATION

approved and received for record by the State Department of Assessments and Taxation of Maryland June 3, 1960 **at** 9:00 **o'clock A. M. as in conformity with law and ordered recorded.**

A 4892

Recorded in Liber 2142 **, folio** 228 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Special Fee
~~Bonus tax~~ **paid $** 10.00 **Recording fee paid $** 10.00

To the Clerk of the Circuit **Court of** Talbot County

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

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

Charles H. Boyle
Director

Emanuel Liebman mailed to The Samuel Jackson Fusee Co., Mr. Michael Easter Md. 1-4-61

Rec. No. 82541

LIBER 11 PAGE 164

State of Maryland, Talbot County, To-wit: Received the 19th day of Dec. A.D. 1960, at 9:00 o'clock A.M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County.

For John T. Baynard
Clerk.

THE SAMUEL JACKSON FUSEE COMPANY

ARTICLES OF AMENDMENT

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

FIRST: The Articles of Incorporation of the Corporation are hereby amended by striking out Article Second of the Articles of Incorporation and inserting in lieu thereof the following:

"SECOND: The name of the corporation (which is hereinafter called the Corporation) is CHARLOTTE-CHARLES CO., INC."

SECOND: The amendment has been duly advised by the Board of Directors of the Corporation at a meeting duly convened and held on July 8, 1960 and was approved by a unanimous vote of the stockholders of the Corporation at a special meeting duly convened and held on July 8, 1960, notice of said meeting having been given to all stockholders as required by law.

IN WITNESS WHEREOF, The Samuel Jackson Fusee Company has caused these presents to be signed in its name and on its behalf by its President, and its corporate seal to be hereunto affixed by its Secretary on July 11, 1960.

THE SAMUEL JACKSON FUSEE COMPANY

BY Samuel Jackson, Jr.
Samuel Jackson, Jr., President

Attest:

Emmanuel Liebman
Emmanuel Liebman, Secretary

EMMANUEL LIEBMAN
LAW OFFICES
CAMDEN, NEW JERSEY

STATE OF MARYLAND, COUNTY OF TALBOT, to wit:

I HEREBY CERTIFY that on this 18th day of July, 1960, before me, the subscriber, a notary public of the State of Maryland, in and for the City of Baltimore, personally appeared SAMUEL JACKSON, JR., President of The Samuel Jackson Fusee Company, a Maryland Corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation; and at the same time personally appeared EMMANUEL LIEBMAN and made oath in due form that he was the Secretary of the meeting of the stockholders of said corporation at which the amendment of the Articles of Incorporation 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.

Lillian W. Abercrombie
Notary Public
Lillian W. Abercrombie

EMMANUEL LIEBMAN
LAW OFFICES
CAMDEN, NEW JERSEY

LIBER 11 PAGE 166

ARTICLES OF AMENDMENT

OF

THE SAMUEL JACKSON FUSEE COMPANY

changing its name to

CHARLOTTE-CHARLES CO., INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland July 19, 1960 **at** 10.00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 5573

Recorded in Liber 7198 **, folio** 511 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

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

To the clerk of the Circuit **Court of** Talbot County

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

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

Director

LIBER 11 PAGE 167

State of Maryland, Talbot County, To-wit: Received the 19th day of Dec. A.D. 19 60, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ..., one of the Corporation Record Books of Talbot County.

Per John T. Baynard
Clerk

Sec. No. 82542

ARTICLES OF INCORPORATION

OF

TALBOT COUNTY SPORTSMEN CLUB, INCORPORATED

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Oswald Neilles Andrew, whose post office address is Easton, Talbot County, Maryland, Edwin Gordon Andrew, whose post office address is Easton, Talbot County, Maryland, and Thomas L. Cohee, whose post office address is St. Michaels, Talbot County, Maryland, all being at least twenty-one (21) years of age, and all being citizens of the State of Maryland and of the United States, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is: TALBOT COUNTY SPORTSMEN CLUB, INCORPORATED.

THIRD: The purposes for which the Corporation is formed and the objects to be promoted by it, and the general nature of its business, are generally stated as charitable; that is, no part or any of its net profits, derived from any of its objects, purposes or nature, shall inure to any member, and for the general objects, nature and purposes, as above mentioned and described, to exercise any or all of the following powers:

(a) To operate, sponsor, conduct and hold field trials for the purposes of having matches or contests between hunting and/or sports dogs; to operate, sponsor, conduct and hold 'coon hunts; to operate, sponsor, conduct and hold sportsmen's or outdoor shows or contests featuring game, wild or sports animals; to operate and maintain kennels or housing facilities for the keeping and raising of dogs or other animals; to operate and maintain preserves for the raising or hunting up of wild animals or game birds; to operate and maintain lakes, ponds, pools or

Examined and Mailed to Walter W. Caggett 1-16-61

streams for the raising, keeping and maintaining of fish; to promote conservation and the preservation of all natural resources, landscapes, countrysides, rivers, streams, ponds, pools, forests, fields and lands of every type and kind, so that this generation and future generations may enjoy, use and derive pleasure therefrom.

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

(c) To take by gift, or devise, all types of real or personal property.

FOURTH: The aforegoing enumeration of the purposes, objects, nature and powers 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 power, in any manner to limit or restrict the generality of any other purpose, object or power mentioned, or to limit or restrict any of the powers of the Corporation; it being intended 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 which are now, or may hereafter be, in force, except as herein expressly limited or restricted.

FIFTH: The post office address at which the principal office of the Corporation in this State shall be, and will be, located will be South Hanson Street, Easton, Talbot County, Maryland.

SIXTH: The Resident Agent of the Corporation is Oswald Neilles Andrew, whose post office address is South Hanson Street, Easton, Talbot County, Maryland. Said Resident Agent is of full legal age, a resident of the State of Maryland, and actually resides therein.

SEVENTH: THERE SHALL BE NO CORPORATE STOCK ISSUED IN ANY AMOUNT, CHARACTER, CLASS OR FORM, NOR SHALL ANY NET PROFITS, OR ANY PART THEREOF, INURE TO ANY MEMBER THEREOF.

EIGHTH: The Corporation shall have three (3) Directors and Oswald Neilles Andrew, Edwin Gordon Andrew and Thomas L. Cohee shall act as such until the first annual meeting, or until their successors are duly chosen and qualified.

NINTH: Management of the business property and affairs shall be vested in the Board of Directors and said Board of Directors shall enjoy all privileges and rights usually conferred upon the governing Board of Corporations by the General Statutes of Maryland that may now, or hereafter, be in effect.

TENTH: The Board of Directors shall be empowered to make suitable By-Laws and rules for the proper management of the Corporation; the Board of Directors shall make all rules and regulations pertaining to membership in the said Corporation and two (2) members of the Board of Directors shall constitute a quorum for the transaction of business, unless, and until, the membership of the Board of Directors is increased by an appropriate By-Law and a different number provided for in order to constitute thereafter a quorum.

IN WITNESS WHEREOF, we have hereunto set our hands this 25th day of July, in the year Nineteen Hundred and Sixty.

Witness as to all subscribers:

Walter W. Claggett

Walter W. Claggett

Oswald Neilles Andrew
OSWALD NEILLES ANDREW

Edwin Gordon Andrew
EDWIN GORDON ANDREW

Thomas L. Cohee
THOMAS L. COHEE

STATE OF MARYLAND, TALBOT COUNTY, to wit:

THIS IS TO CERTIFY, That on this 25th day of July, in the year Nineteen Hundred and Sixty, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared OSWALD NEILLES ANDREW, EDWIN GORDON ANDREW and THOMAS L. COHEE, 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.

Katherine A. Emerson
Katherine A. Emerson - Notary Public

My Commission expires May 1, 1961.

KATHERINE A. EMERSON NOTARY PUBLIC TALBOT COUNTY

LIBER 11 PAGE 170

ARTICLES OF INCORPORATION

OF

TALBOT COUNTY SPORTSMEN CLUB, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland July 27, 1960 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 5726

Recorded in Liber T-200, **folio** 107, **one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

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

Circuit **Court of** Talbot County

CERTIFIED, that the within instrument, together with all endorsements thereon, approved and recorded by the State Department of Assessments and Taxation

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

Director

State of Maryland, Talbot County, To-wit: Received the 19th day of Dec. A.D. 19 60, at 9:00 o'clock A.M. to be recorded, and same day recorded in Liber JTB No. 11 folio , one of the Corporation Record Books of Talbot County.

Per John T. Baynard
Clerk

ARTICLES OF INCORPORATION

OF

TALBOT MARINE DREDGING CORPORATION

Rec. No. 8 2543

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Charles A. Carroll, whose postoffice address is Route 3, South Clifton, Easton, Maryland, Ruby E. Carroll, whose postoffice address is Route 3, South Clifton, Easton, Maryland, and Claude J. Ireland, whose postoffice address is Route 2, 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

TALBOT MARINE DREDGING CORPORATION

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

(a) To carry on the business of the construction of moles, dykes, sea-walls, wharves, docks, jetties and water barriers in the State of Maryland or elsewhere.

(b) To own, maintain, operate, buy, sell, lease, hire and rent marine dredging equipment, pile driving equipment and salvage equipment and all machinery, vehicles, tools and equipment appertaining to the use of the same.

(c) To engage in the business of buying and selling, at wholesale or retail, and the hauling and storing of stone, rock, sand, gravel, wood and creosoted products, concrete and cement.

(d) To mine and take from pits, sand, gravel and stone or other building or paving materials; to wash and screen the sand and gravel, and to crush the stone by means of machinery, and to sell and otherwise deal in sand, gravel and crushed stone.

(e) To purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, incumber, lease, hire and deal in real and personal property of every name and nature, including stocks and secur-

Examined & Mailed to William Kellie 1-4-61

ities of other corporations, and to loan money and take securities for the payment of all sums due the corporation, and to sell, assign and release such securities.

(f) To acquire by purchase, rental, merger or otherwise any similar business or businesses.

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

FOURTH: The postoffice address of the principal office of the Corporation in this State is Route 3, Easton, Maryland. The resident agent of the Corporation is Charles A. Carroll, whose postoffice address is Route 3, South Clifton, 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 onethousand (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 and Charles A. Carroll, Ruby E. Carroll and Claude J. Ireland 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 for such consideration as said Board of Directors may deem advisable, but subject to such limitations and restrictions, if any, as may be set forth in the By-laws of the Corporation.

(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 arti les, 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 July 22, 1960

WITNESS:

Beverly S. Willin — Charles A. Carroll (SEAL)
Beverly S. Willin — Charles A. Carroll

Beverly S. Willin — Ruby E. Carroll (SEAL)
Beverly S. Willin — Ruby E. Carroll

Beverly S. Willin — Claude J. Ireland (SEAL)
Beverly S. Willin — Claude J. Ireland

STATE OF MARYLAND, TALBOT COUNTY, TO-WIT:

THIS IS TO CERTIFY, That on this 22nd day of July, 1960, before me, the subscriber, a Notary Public in and for the State of Maryland and Caroline County, personally appeared Charles A. Carroll, Ruby E. Carroll and Claude J. Ireland and severally acknowledged the aforegoing Articles of incorporation to be their respective act.

AS WITNESS my hand and Notarial Seal.

Beverly S. Willin — Notary Public
Beverly S. Willin

BEVERLY S. WILLIN NOTARY PUBLIC CAROLINE COUNTY, MD.

My Commission Expires:

May 1, 1961

LIBER 11 PAGE 174

ARTICLES OF INCORPORATION

OF

TALBOT MARINE DREDGING CORPORATION

approved and received for record by the State Department of Assessments and Taxation of Maryland July 25, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 5780

Recorded in Liber F 200, folio 423, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Talbot County

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

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

Director

LIBER 11 PAGE 175

State of Maryland, Talbot County, To-wit: Received the 19th day of Dec. A.D. 19 60, at 9:00 o'clock A.M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County.

Per John T. Baynard
Clerk

Rec. No. 8 2 5 5 4 4

ARTICLES OF INCORPORATION

OF

TIDELAND INVESTMENT COMPANY, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Horatio W. Turner, III, whose post office address is 1719 Circle Road, Ruxton 4, Maryland; Harry C. Primrose, whose post office address is Pasadena Post Office, Gibson Island, Maryland; and Harry E. Clark, whose post office address is 7 Stewart Building, 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

TIDELAND INVESTMENT COMPANY, INC.

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

(a) To engage in, carry on and invest and re-invest its capital in the businesses of mortgage investment banking, brokerage and servicing and real estate and insurance brokerage, including, but not limited to, the buying, selling, leasing, developing, dealing in and otherwise acquiring real estate, mortgages, deeds of trust, notes, bonds and debentures given to secure loans on real estate for its own account and for the account of others and to write, ~~underwrite~~, solicit and sell all types of insurance such as marine, casualty, life, fire and title insurance.

(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.

Examined & mailed to Harry E. Clark 1-16-61

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

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

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

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

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

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

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

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

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is 7 Stewart Building, Easton, Maryland. The resident agent of the Corporation is Harry E. Clark, whose post office address is 7 Stewart Building, Easton, Maryland.

FIFTH: The total number of shares of stock which the corporation has authority to issue is ten thousand (10,000) shares of the par value of Ten Dollars ($10.00) each, all of which shares are of one class and are designated as common stock; the aggregate par value of all shares having par value is One Hundred Thousand Dollars ($100,000.00).

The aforegoing stock shall be issued subject to the following conditions and limitations:

(a) For each share of said stock, the holder thereof shall be entitled to one (1) vote on all matters to be voted upon by the stockholders of the Corporation.

(b) In the event that any stockholder should desire to sell any of his shares of stock, he must first offer in writing the said share or shares of stock for sale to the Corporation at his lowest price. Any share or shares not purchased by the Corporation within fifteen (15) days after its receipt of such written offer shall be offered to the other stockholders at said price, each of whom shall have the right to purchase such portion of the stock offered for sale as the number of shares owned by him at such date shall bear to the total number of shares owned by all other stockholders, excluding the selling stockholder, provided,

however, that if any stockholder does not purchase his full proportionate share of the stock, the unaccepted stock may be purchased by the other stockholders in accordance with the formula as to the amount each can acquire heretofor established. If any of the stock is not accepted by the stockholders within fifteen (15) days from the receipt of such written offer, then the selling stockholder shall have the right to sell it to any other person at a price no lower than that at which it was previously offered to the Corporation and other stockholders. A reference to this section of this Article shall be printed or typed upon each Certificate of Stock issued by the Corporation and the provisions hereof shall be binding upon every person now or hereafter becoming a stockholder of this Corporation, all of whom shall take such stock subject to these provisions; and all pledges, hypothecations or other encumbrances of said stock or dealings with regard thereto shall likewise be subject to these provisions.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased, pursuant to the By-Laws of the Corporation, but shall never be less than three (3), and the names of the directors who shall act until the first annual meeting, or until their successors are duly chosen and qualify, are HORATIO W. TURNER, III, HARRY C. PRIMROSE and HARRY E. CLARK.

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

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

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

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

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part, of the surplus of the Corporation or of

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

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

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

Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

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

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

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

EIGHTH: The Corporation shall have perpetual existence.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 28th day of July, A.D. 1960.

WITNESS:

Grace T. Eaton

Grace T. Eaton

Jeanette W. Eaton
Jeanette W. Eaton

Horatio W. Turner III (SEAL)
HORATIO W. TURNER, III

Harry C. Primrose (SEAL)
HARRY C. PRIMROSE

Harry E. Clark (SEAL)
HARRY E. CLARK

STATE OF MARYLAND, BALTIMORE CITY, to wit:

I HEREBY CERTIFY, that on this 28th day of July A.D. 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Baltimore City aforesaid, personally appeared HORATIO W. TURNER, III and HARRY C. PRIMROSE, known to me (or satisfactorily proven) to be the persons whose names are subscribed to the aforegoing Articles of Incorporation and they severally acknowledged the aforegoing Articles of Incorporation to be their respective act.

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

Grace T. Eaton
Notary Public

My Commission expires:

STATE OF MARYLAND, TALBOT COUNTY, to wit:

I HEREBY CERTIFY, that on this 26th day of July, A.D. 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Talbot County aforesaid, personally appeared HARRY E. CLARK, known to me to be the person whose name is subscribed to the aforegoing Articles of Incorporation and he acknowledged the aforegoing Articles of Incorporation to be his act.

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

Jeanette W. Eaton
Jeanette W. Eaton, Notary Public

My Commission expires May 1, 1961.

LIBER 11 PAGE 185

ARTICLES OF INCORPORATION

OF

TIDELAND INVESTMENT COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland July 28, 1960 **at** 12:28 **o'clock** P. M. **as in conformity with law and ordered recorded.**

A 5852

Recorded in Liber 4-201 **, folio** 172 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 20.00

Circuit **Court of** Talbot County

CERTIFIED, that the within instrument, together with all endorsements thereon, [illegible] roved and recorded by the State Department of Assessments and Taxation [illegible] Maryland.

[illegible]ESS my hand and seal of the said Department at Baltimore.

Charles M. Boutzer

Director

LIBER 11 PAGE 186

State of Maryland, Talbot County, To-wit: Received the 19th day of Dec. A.D. 1960, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

MHS:vdt 7/13/60

Rec. No. 82545

ARTICLES OF INCORPORATION
OF
GRAIN HOUSE, INC.

This is to Certify:

FIRST: That we, the subscribers Rogers C. B. Morton, whose postoffice address is Easton, Maryland; Anne Jones Morton, whose postoffice address is Easton, Maryland; and Marvin H. Smith, whose postoffice address is Law Building, Denton, 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:

GRAIN HOUSE, INC.

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

(a) To buy, sell, store, and otherwise handle and deal in grain, hay, seeds, and produce of all kinds, and generally to do a grain storage and commission business in the State of Maryland and elsewhere.

(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,

MARVIN H. SMITH
ATTORNEY AT LAW
LAW BUILDING
DENTON, MARYLAND

Examined & Mailed to Marvin H. Smith, Denton, Md. 1-16-61

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

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

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

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

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ATTORNEY AT LAW
LAW BUILDING
DENTON, MARYLAND

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 effect-

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DENTON, MARYLAND

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

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

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

FOURTH: The postoffice address of the principal office of the Corporation in this State is Easton, Maryland. The resident agent of the Corporation is Rogers C. B. Morton, 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 ten thousand shares of the par value of ten dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is one hundred thousand dollars.

MARVIN H. SMITH
ATTORNEY AT LAW
LAW BUILDING
DENTON, MARYLAND

SIXTH: The Corporation shall have not less than three

nor more than ten directors and Rogers C. B. Morton, Anne Jones Morton and Marvin H. Smith 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

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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

MARVIN H. SMITH
ATTORNEY AT LAW
LAW BUILDING
DENTON, MARYLAND

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 June 14th, 1960.

Witness:

MARVIN H. SMITH
ATTORNEY AT LAW
LAW BUILDING
DENTON, MARYLAND

Virginia D. Towers as to Virginia D. Towers — Rogers C. B. Morton as to Rogers C. B. Morton

Virginia D. Towers as to Virginia D. Towers — Anne Jones Morton as to Anne Jones Morton

Virginia D. Towers as to Virginia D. Towers — Marvin H. Smith as to Marvin H. Smith

STATE OF MARYLAND
ss:
CAROLINE COUNTY

THIS IS TO CERTIFY, that on June 14th, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Caroline aforesaid, personally appeared Rogers C. B. Morton, Anne Jones Morton and Marvin H. Smith and severally acknowledged the aforegoing Articles of Incorporation to be their respective act.

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

Virginia D. Towers
Virginia D. Towers
Notary Public

MARVIN H. SMITH
ATTORNEY AT LAW
LAW BUILDING
DENTON, MARYLAND

LIBER 11 PAGE 194

ARTICLES OF INCORPORATION

OF

GRAIN HOUSE, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland July 18, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 5661

Recorded in Liber F 199, folio 369, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 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 Department of Assessments and Taxation of Maryland.

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

Director

LIBER 11 PAGE 195

State of Maryland, Talbot County, To-wit: Received the 14th day of Feb. A.D. 1961, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

Lic. No. 83199

THE COUNTRY SQUIRE, INC.,

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, CONSTANTINE L. MANOS, whose post office address is Talbottown, Easton, Maryland, ROBERT C. THOMPSON, whose post office address is Easton, Maryland, SHIRLEY H. MANOS, whose post office address is Easton, 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 COUNTRY SQUIRE, INC.,

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

(a) To import, export, manufacture, buy and sell at wholesale and retail men's women's and children's clothing, shoes, and wearing apparel of every kind, nature and description and kindred lines pertaining to the apparel industry.

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

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

(d) To purchase, 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, copart-

Examined & mailed to The Country Squire, Inc., Talbottown, Easton, Md. 3-10-61

nership 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 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 Corporate purposes.

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

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is Talbottown, Easton, Maryland. The resident agent of the Corporation is CONSTANTINE L. MANOS,

whose, post office address is Talbottown, 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 three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Constantine L. Manos, Robert C. Thompson, and Shirley H. Manos.

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 8th, day of August, 1960.

WITNESS:

Ann B. Perry

Constantine L. Manos
Constantine L. Manos

Robert C. Thompson
Robert C. Thompson

Shirley H. Manos
Shirley H. Manos

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

I HEREBY CERTIFY that on August 8th, 1960, before me, the subscriber, a notary public of the State of Maryland in and for the County of Talbot, personally appeared CONSTANTINE L. MANOS, ROBERT C. THOMPSON, AND SHIRLEY M. MANOS 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.

Anne Bartlett Perry
Notary Public

LIBER 11 PAGE 200

ARTICLES OF INCORPORATION

OF

THE COUNTRY SQUIRE, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland August 10, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 6031

Recorded in Liber 7 203, folio 251, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

In the Clerk of the Circuit Court of Talbot County

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

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

Charles H. Bartes
Director

LIBER 11 PAGE 201

State of Maryland, Talbot County, To-wit: Received the 14th day of Feb. A.D. 19 61, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

Rec. No. 83208

ARTICLES OF INCORPORATION

OF

MASON-EFFINGER, INC.

The undersigned natural persons of the age of twenty-one years or more, acting as incorporators of a corporation known, or to be known, as "Mason-Effinger, Inc." (hereinafter referred to as the "Corporation") under the provisions of Article 23, of the Annotated Code of Maryland, Title "Corporations", adopt the following Articles of Incorporation.

ARTICLE I
NAME

The name of the Corporation is Mason-Effinger, Inc.

ARTICLE II
PERIOD OF DURATION

The duration of the Corporation shall be in perpetuity.

ARTICLE III
PURPOSES AND POWERS

Section 1. In General. The purposes for which the Corporation is organized are limited as follows:

Clause (a) General Purposes. To engage in a general construction and repair business.

Clause (b) Ancillary Purpose. To do anything necessary, proper, advisable, or convenient for the accomplishment of the purposes hereinabove set forth, and to do all other things incidental thereto or connected therewith, which are not forbidden by the Article 23 of the Annotated Code of Maryland, title "Corporations", by other law, or by these Articles of Incorporation.

Clause (c) To Carry Out Purposes. To carry out said purposes hereinabove set forth in any state, territory, district or possession of the United States, or in any foreign country, to the extent that such purposes are

Examined & Mailed to Thomas Hewitt Howe 3-10-61

not forbidden by law of such state, territory, district or possession of the United States, or by such foreign country.

Section 2. Statutory Powers. Subject to any specific written limitations or restrictions imposed by Article 23 of the Annotated Code of Maryland, title "Corporations", by other law, or by these Articles of Incorporation, and solely in furtherance of, but not in addition to, the limited purposes set forth in Section 1. of this Article, the Corporation shall have and exercise all of the powers specified in Sections 9 and 10 of Article 23 of the Code aforesaid, or any other powers or authority now or hereafter granted by Act of the General Assembly of Maryland.

ARTICLE IV
AUTHORIZED SHARES

Section 1. Number. The aggregate number of shares, which the Corporation shall have authority to issue, is 100 shares of Capital Stock, with the par value of $65.00 per share.

Section 2. Initial Issue. Twenty (20) shares of the Capital Stock of the Corporation shall be issued for cash at $65.00 per share; and the $1300.00, when received in payment therefor, shall constitute the initial consideration for the issuance of shares, referred to in Article VII, which is a condition precedent to the commencing of business of the Corporation.

ARTICLE V
SHARES NOT TO BE DIVIDED INTO CLASSES

The shares of the Corporation are not to be divided into classes.

ARTICLE VI
NO SHARES ISSUED IN SERIES

The Corporation is not authorized to issue shares in series.

ARTICLE VII
INITIAL CONSIDERATION FOR
ISSUANCE OF SHARES

The Corporation will not commence business until at least One Thousand, Three Hundred Dollars has been received as consideration for the issuance of shares.

ARTICLE VIII
PRE-EMPTIVE RIGHTS

The holders from time to time of the shares of the Corporation shall have the pre-emptive right to purchase, at such respective equitable prices, terms, and conditions, as shall be fixed by the Board of Directors, such of the shares of the Corporation as may be issued, from time to time, of the shares of the Corporation which have never been sold. Such pre-emptive right shall apply to all shares issued whether such shares constitute a part of shares presently or subsequently authorized or constitute shares held by the treasury of the Corporation, and shall be exercised in the respective ration which the number of shares held by each shareholder at the time of such issue bears to the total number of shares outstanding in the names of all shareholders at such time.

ARTICLE IX
PROVISIONS FOR REGULATION OF THE INTERNAL AFFAIRS
OF THE CORPORATION

Section 1. Meetings of Shareholders. Meetings of the Shareholders of the Corporation may be held at such place, either within or without the State of Maryland, as may be provided in the Code of By-Laws. In the absence of any such provisions, all meetings shall be held at the registered office of the Corporation.

Section 2. Meetings of Directors. Meetings of the Board of Directors of the Corporation, regular or special, may be held either within or without the State of Maryland.

Section 3. Code of By-Laws. The initial Code of By-Laws of the Corporation shall be adopted by its Board of Directors. The power to alter, amend, or repeal the By-Laws or to adopt a new Code of By-Laws shall be reserved to the shareholders, the affirmative vote of not less than the holders of three-fourths in number of the total number of shares issued and outstanding being necessary to exercise such reserved power. The Code of By-Laws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with the Act, or these Articles of Incorporation.

Section 4. Interest of Directors in Contracts. Any contract or other transaction between the Corporation and one or more of its Directors, or between the Corporation and any firm of which one or more of its directors are members or employees, or in which they are interested, or between the Corporation and any corporation or association of which one or more of its directors are shareholders, members, directors, officers, or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of such director or directors at the meeting of the Board of Directors of the Corporation, which acts upon, or in reference to, such contract or transaction, and notwithstanding his or their participation in such action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall, nevertheless, authorize, approve and ratify such contract or transaction by a vote of a majority of the directors present, such interested director or directors to be counted in determining whether a quorum is present, but not to be counted in calculating the majority necessary to carry such vote. This Section shall not be construed to invalidate any contract or other transaction which would otherwise be valid under the common and statutory law applicable thereto.

Section 5. Amendments of Articles of Incorporation. The Corporation reserves the right from time to time to amend, alter, or repeal, or to add any provision to, its Articles of Incorporation in the manner prescribed by the Article 23 of the Annotated Code of Maryland, 1957 Edition.

ARTICLE X
ADDRESS OF INITIAL REGISTERED OFFICE
AND NAME OF INITIAL REGISTERED AGENT

Section 1. Registered Office. The address of the initial registered office of the Corporation is McDaniel, Maryland.

Section 2. Registered Agent. The name of the initial registered agent of the Corporation is Marlene G. Effinger, Wittman, Maryland. Said resident agent is a citizen of this State and actually resides herein.

ARTICLE XI
DATA RESPECTING DIRECTORS

Section 1. Initial Board of Directors. The initial Board of Directors shall consist of three members, who need not be residents of the State of Maryland or shareholders of the Corporation.

Section 2. Names and Addresses. The names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, follow:

NAME	POST OFFICE	STATE
Arthur W. Mason	McDaniel,	Maryland
Kenneth Chas. Effinger	Wittman,	Maryland
Margaret W. Mason	McDaniel,	Maryland

Section 3. Increase or Decrease of Directors. The number of directors may be increased or decreased from time to time by amendment of the Code of By-Laws; but no decrease shall have the effect of shortening the term of any incumbent director. In the absence of a by-law fixing the number of directors, the number

shall be three.

ARTICLE XII
DATA RESPECTING INCORPORATORS

The names and addresses of the incorporators of the Corporation follows:

NAME	POST OFFICE	STATE
Arthur W. Mason	McDaniel,	Maryland
Margaret W. Mason	McDaniel,	Maryland
Kenneth Chas. Effinger	Wittman,	Maryland
Marlene G. Effinger	Wittman,	Maryland

IN WITNESS WHEREOF, the undersigned, being all of the incorporators designated in Article XII, execute these Articles of Incorporation and certify to the truth of the facts therein stated, this 1st. day of August, in the year, one thousand nine hundred and 60.

Arthur W. Mason
Arthur W. Mason

Margaret W. Mason
Margaret W. Mason

Kenneth Charles Effinger
Kenneth Chas. Effinger

Marlene G. Effinger
Marlene G. Effinger

STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

I, the undersigned, a Notary Public duly commissioned to take acknowledgments and administer oaths in the State of Maryland, in and for the County aforesaid, certify that Arthur W. Mason, Margaret W. Mason, Kenneth Chas. Effinger and Marlene G.

Effinger, being all of the incorporators referred to in Article XII of the foregoing Articles of Incorporation, personally appeared before me and swore to the truth of the facts therein stated.

WITNESS my hand and Notarial Seal this 1st. day of August, 1966.

My Commission Expires May 1, 1961.

Edward Effinger
Notary Public

LIBER 11 PAGE 208

ARTICLES OF INCORPORATION

OF

MASON-EFFINGER, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland August 5, 1960 at 10:20 o'clock A. M. as in conformity with law and ordered recorded.

A 5958

Recorded in Liber F-202, folio 475, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 14.00

To the clerk of the Circuit Court of Talbot County

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

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

Charles A. Barton

Director

State of Maryland, Talbot County, To-wit: Received the 14th day of Feb. A.D. 1961, at 9:00 o'clock A.M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

Sec. No. 83201

ARTICLES OF INCORPORATION

OF

THE WINDY HILL CEMETERY ASSOCIATION, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, William P. Morgan, William E. Talley, Elkana W. Warner, Joseph Lynn Watts and Olen F. Whiteley, all of whose postoffice addresses are Trappe, Maryland, and all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

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

THE WINDY HILL CEMETERY ASSOCIATION, INC.

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

To organize and operate a non-profit making corporation, no part of the net earnings of which is to inure to the benefit of any officer, member, shareholder or individual.

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

(a) To acquire, operate, maintain and control a cemetery to serve the communities of Windy Hill and Bruceville at the Village of Windy Hill, Trappe District, Talbot County, Maryland, and to regulate in accordance with the law of the State of Maryland the upkeep and maintenance of said cemetery, interment therein, and the erection and maintenance of stones, markers and memorials.

(b) To raise funds by public or private solicitation.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner encumber or dispose of real and/or personal property of every type and description, and to sell grave spaces and lots for burial purposes.

The aforegoing enumeration of the purposes, objects and

Examined & Mailed to William Pallie 3-10-61

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, except that the Corporation shall at all times adhere to the general purposes of operating a non-profit making organization.

FOURTH: The postoffice address of the principal office of the Corporation in this State is Trappe, Maryland. The resident agent of the Corporation is Olen F. Whiteley whose postoffice address is Trappe, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation is not authorized to issue any capital stock. Persons may become members of the Corporation and resign or be removed as provided by the by-laws, which may prescribe the rights, powers, duties and obligations of such members.

SIXTH: The management of the Corporation shall be vested in a Board of Trustees and the said William P. Morgan, William E. Talley, Elkana W. Warner, Joseph Lynn Watts and Olen F. Whiteley shall act as such until the first annual meeting, or until their successors are duly chosen and qualify. The size of the Board of Trustees may be regulated by the by-laws but shall never consist of less than three. Members of the Board of Trustees shall be selected at such time and place, and in such manner, and for such term as the by-laws may prescribe.

SEVENTH: These Articles of Incorporation may be amended upon recommendation of the Board of Trustees and affirmative vote of a majority of all members of the corporation entitled to vote thereon.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on August 4, 1960.

WITNESS:

William Reddie — William P. Morgan (SEAL)
William P. Morgan

William Reddie — William E. Talley (SEAL)
William E. Talley

William Reddie — Elkana W. Warner (SEAL)
Elkana W. Warner

William Reddie — Joseph Lynn Watts (SEAL)
Joseph Lynn Watts

William Reddie Olen F. Whiteley (SEAL)
William Reddie Olen F. Whiteley

STATE OF MARYLAND, TALBOT COUNTY, TO-WIT:

THIS IS TO CERTIFY, That on this 4th day of August, 1960, before me, the subscriber, a Notary Public in and for the State of Maryland and Talbot County, personally appeared William P. Morgan, William E. Talley, Elkana W. Warner, Joseph Lynn Watts and Olen F. Whiteley, and severally acknowledged the aforegoing Articles of Incorporation to be their respective act.

AS WITNESS my hand and Notarial Seal.

Virginia Lee Schultz Notary Public
Virginia Lee Schultz
(formerly Virginia Lee Hope)
(formerly Virginia Lee Hope)

My Commission Expires:
5/1/61

LIBER 11 PAGE 212

ARTICLES OF INCORPORATION

OF

THE WINDY HILL CEMETERY ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland August 9, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 6020

Recorded in Liber #203, folio 177, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Talbot County

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

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

Charles A. Hunter
Director

LIBER 11 PAGE 213

State of Maryland, Talbot County, To-wit: Received the 14th day of Feb. A.D. 19 61 at 9:00 o'clock A.M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

Rec. No. 5320 a

ARTICLES OF INCORPORATION

OF

TRANSIT CONCRETE SUPPLY, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, W. Robert Coleman, whose postoffice address is Route 1, Easton, Maryland, Leander H. Thomas, Jr., whose postoffice address is Elwood Avenue, Easton, Maryland, and Henrietta C. Thomas, whose postoffice address is Elwood Avenue, 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

TRANSIT CONCRETE SUPPLY, INC.

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

(a) To engage in the business of the mixing, manufacturing, transporting, sale and delivery of concrete, cement and kindred products including sand and gravel, of every kind and nature, and to maintain and operate one or more concrete batching plants and to sell at wholesale or retail transit concrete mix in the State of Maryland or elsewhere.

(b) To deal in, buy and sell, at wholesale or retail, cement, sand, gravel, concrete forms, both wood and metal, and kindred products, including mixed concrete.

(c) To enter into and perform any and all contracts in which any person, firm, corporation or association may lawfully engage, and to enter into and perform contracts for foundations, grading, paving, installing, improving and repairing roads, highways, streets, public thoroughfares, sidewalks, courts and alleys.

(d) To mine and take from pits, sand, gravel and stone or other building or paving materials; to wash and screen the sand and

Examined & Marked & William Kelleher 3-10-61

gravel, and to crush the stone by means of machinery, and to sell and otherwise deal in sand, gravel and crushed stone.

(e) To buy, sell, manufacture, repair, convert, alter, let or hire and deal in machinery, implements, rolling stock, plants, engines, mechanical equipment and hardware of all kinds.

(f) To buy, sell, lease, hire and rent graders, tractors, trucks and all other machinery and vehicles in the construction, maintenance and repair of roadways, highways, lanes and courts.

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

(h) To acquire by purchase, rental, merger or otherwise any similar business or businesses.

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

FOURTH: The postoffice address of the principal office of the Corporation in this State is Route 1, Easton, Talbot County, Maryland. The resident agent of the corporation is Leander H. Thomas, Jr., whose postoffice address is Elwood Avenue, 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 of all classes which the corporation has authority to issue is one thousand (1,000) shares, divided into five hundred (500) shares of preferred stock of the par value of One Hundred Dollars ($100.00) each, and five hundred (500) shares of common stock of the par value of One Hundred Dollars ($100.00) each. The aggregate par value of all shares having par value of all classes is One Hundred Thousand Dollars ($100,000.00).

SIXTH: The corporation shall have not less than three (3) directors and W. Robert Coleman, Leander H. Thomas, Jr., and Henrietta C. Thomas 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 for such consideration as said Board of Directors may deem advisable, but subject to such limitations and restrictions, if any, as may be set forth in the By-laws of the corporation.

(b) The Board of Directorsshall 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 WHERE, We have signed these Articles of Incorporation on August 26, 1960.

WITNESS:

Beverly S. Willin — W. Robert Coleman (SEAL)
Beverly S. Willin — Leander H. Thomas, Jr. (SEAL)
Beverly S. Willin — Henrietta C. Thomas (SEAL)

STATE OF MARYLAND, TALBOT COUNTY, TO-WIT:

I HEREBY CERTIFY, That on this 26th day of August, 1960, before me, the subscriber, a Notary Public in and for the said State and Caroline County ~~aforesaid~~, personally appeared W. Robert Coleman, Leander H. Thomas, Jr., and Henrietta C. Thomas, and severally acknowledged the aforegoing Articles of Incorporation to be their respective act.

AS WITNESS my hand and Notarial Seal.

Beverly S. Willin
Notary Public

BEVERLY S. WILLIN NOTARY PUBLIC CAROLINE COUNTY, MD.

My Commission Expires:
May 1, 1961

LIBER 11 PAGE 216

ARTICLES OF INCORPORATION

OF

TRANSIT CONCRETE SUPPLY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland August 29, 1960 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 6277

Recorded in Liber 1206, folio 24, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

[illegible] the Clerk of the Circuit Court of Talbot County

[illegible] HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, [illegible] approved and recorded by the State Department of Assessments and Taxation [illegible]

[illegible] WITNESS my hand and seal of the said Department at Baltimore.

Director

LIBER 11 PAGE 217

State of Maryland, Talbot County, To-wit: Received the 14th day of Feb. A.D. 1961, at 9:00 o'clock A.M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

SOUTHERN STATES EASTON FARMERS COOPERATIVE, INCORPORATED

Rec. No. 83203

Rec. 3-10-61

Changed to Southern States Easton Farmers Cooperative, Inc., Easton, Md.

ARTICLES OF AMENDMENT

SOUTHERN STATES EASTON FARMERS COOPERATIVE, 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 is hereby amended by striking out the first paragraph of Article D of the Articles of Incorporation, reading as follows:

"ARTICLE D

The total amount of the authorized capital stock of this Association shall be Three Hundred Thousand ($300,000.00) Dollars par value, of which Ninety Thousand ($90,000.00) Dollars par value, divided into Nine Thousand (9,000) shares of the par value of Ten ($10.00) Dollars each, shall be 6% Preferred Stock, and Two Hundred and Ten Thousand ($210,000.00) Dollars par value, divided into Two Hundred and Ten Thousand (210,000) shares of the par value of One ($1.00) Dollar each, shall be Common Stock."

and inserting in lieu thereof, the following:

"ARTICLE D

The total amount of the authorized capital stock of this Association shall be Five Hundred Thousand ($500,000.00) Dollars par value, of which One Hundred and Fifty Thousand ($150,000.00) Dollars par value, divided into Fifteen Thousand (15,000) shares of the par value of Ten ($10.00) Dollars each, shall be 6% Preferred Stock, and Three Hundred and Fifty Thousand ($350,000.00) Dollars, par value, divided into Three Hundred and Fifty Thousand (350,000) shares of the par value of One ($1.00) Dollar each, shall be Common Stock."

SECOND: The Board of Directors of the Corporation at a meeting duly convened and held on May 6, 1960, 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 the annual meeting of the stockholder-members of the Corporation to be held on July 20, 1960.

THIRD: Notice setting forth the said amendment of the Charter and stating that a purpose of the meeting of the stockholder-members would be to take action thereon, was given, as required by law, to all stockholder-members 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: That the meeting of the Stockholders of the Corporation, called by the Board of Directors as aforesaid, was held at Easton, Talbot County, Maryland, on the 20th day of July, 1960, and at said meeting a quorum of the stockholder-members of the Corporation was present, and such stockholder-members by a majority vote duly adopted the amendment of the Charter of the Corporation hereinabove set forth.

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 stockholder-members of the Corporation.

IN WITNESS WHEREOF, SOUTHERN STATES EASTON FARMERS COOPERATIVE, 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 attached and attested by its Assistant Secretary, on the 20th day of July, 1960.

SOUTHERN STATES EASTON FARMERS COOPERATIVE,
INCORPORATED

By: Eugene L. Schwoyer
President

ATTEST:

Wm. L. Johnson
Assistant Secretary

STATE OF MARYLAND)
) SS.
TALBOT COUNTY)

I HEREBY CERTIFY THAT on this 20 day of July, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Talbot aforesaid, personally appeared Mr. Eugene Schwaninger, President of SOUTHERN STATES EASTON FARMERS COOPERATIVE, INCORPORATED, a Maryland corporation, and in the name and on behalf of said Corporation acknowledge the aforesaid Articles of Amendment to be the corporate act of said Corporation; and that at the same time personally appeared Mr. Norris L. Harrison, and made oath in due form of law that he was Assistant Secretary of the meeting of the members of the Corporation at which the amendment of the Certificate of Incorporation of the Corporation or Association set forth in the aforesaid Articles of Amendment was adopted, and that the matters and facts set forth in the 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.

Thomas Lloyd Cohee
Notary Public

LIBER 11 PAGE 220

ARTICLES OF AMENDMENT

OF

SOUTHERN STATES EASTON FARMERS COOPERATIVE, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland August 23, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 6182

Recorded in Liber 4205, folio 91, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

Director

LIBER 11 PAGE 221

State of Maryland, Talbot County, To-wit: Received the 8th *day of* March *A.D. 19* 61, *at* 9:00 *o'clock* A. *M. to be recorded, and same day recorded in Liber* JTB *No.* 11 *folio* ....., *one of the* Corporation *Record Books of Talbot County.*

Per John T. Baynard
Clerk.

ARTICLES OF INCORPORATION

OF

FLETCHER ENTERPRISES, INC.

Rec. No 8346 3

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, William H. Fletcher, whose postoffice address is Box 772, Easton, Maryland, Mary Rue Fletcher, whose postoffice address is Box 772, Easton, Maryland, and Charles E. Wheeler, whose postoffice address is Box 1209, 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:

FLETCHER ENTERPRISES, INC.

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

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

(b) 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

Examined & Mailed to Miller, Wheeler, Thompson & Thompson 4-6-61

state, territory, district, colony or dependency of the United States of America, or of any foreign country; to purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; 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.

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

(d) To 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, businesses, contracts, good-will, franchises or assets by the issue, in accordance with the Laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

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

(h) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchases, 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 all or any states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

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

FOURTH: The postoffice address of the principal office

of the Corporation in this State is Box 772, Easton, Maryland. The resident agent of the Corporation is William H. Fletcher, whose postoffice address is Box 772, 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 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 Five Hundred Thousand ($500,000.00) Dollars.

SIXTH: The Corporation shall have three directors and William H. Fletcher, Charles E. Wheeler and Mary Rue Fletcher 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 Corpor-

ation 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 two-thirds of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, 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

William H. Fletcher
William H. Fletcher

Mary Rue Fletcher
Mary Rue Fletcher

Charles E. Wheeler
Charles E. Wheeler

STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 20 day of September, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Talbot County aforesaid, personally appeared William H. Fletcher, Mary Rue Fletcher and Charles E. Wheeler, and severally acknowledged the foregoing Articles of Incorporat-

ion to be their respective act.

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

Mrs. J. Wallace
Notary Public

LIBER 11 PAGE 230

ARTICLES OF INCORPORATION

OF

FLETCHER ENTERPRISES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland September 23, 1960 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 6655

Recorded in Liber F 210, folio 111, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 100.00 Recording fee paid $ 18.00

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 duly approved and recorded by the State Department of Assessments and Taxation of Maryland.

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

Charles H. Bontz
Director

LIBER 11 PAGE 231

State of Maryland, Talbot County, To-wit: Received the 8th day of March A.D. 1961, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County.

Per John T. Baynard
Clerk.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the CHARLOTTE-CHARLES CO., INC.

were received for record on September 21, 1960, in accordance with the provisions of Sec. 77 of Art. 23 of the Code (1957 Edition).

Albert W. Ward
Director

Rec. No. 83462

CHARLOTTE-CHARLES CO., INC.

ARTICLES OF DISSOLUTION

CHARLOTTE-CHARLES CO., INC., a Maryland corporation having its principal office in Talbot County, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation, that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth, and the post office address of the principal office of the Corporation in the State of Maryland is St. Michaels Road, 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, is Samuel Jackson, Jr., St. Michaels Road, 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:

NAME	POST OFFICE ADDRESS
Samuel Jackson, Jr.	Bozman Road St. Michaels, Maryland

Samuel Jackson Jr.
Bozman Road
St. Michaels, Md.

Samuel Jackson Jr. mailed to

7-6-61

EMMANUEL LIEBMAN
LAW OFFICES
CAMDEN, NEW JERSEY

NAME	POST OFFICE ADDRESS
Catherine B. Jackson	Bozman Road St. Michaels, Maryland
Emmanuel Liebman	714 Market Street Camden, New Jersey

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

NAME	TITLE	POST OFFICE ADDRESS
Samuel Jackson, Jr.	President	Bozman Road St. Michaels, Md.
Catherine B. Jackson	Vice President	Bozman Road St. Michaels, Md.
Emmanuel Liebman	Secretary	714 Market Street Camden, N. J.
William Cahall	Asst. Secretary	St. Michaels Road Easton, Md.
Samuel Jackson, Jr.	Treasurer	Bozman Road St. Michaels, Md.
Kenneth D. Brown	Asst. Treasurer	401 S. Washington St. Easton, Md.

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 8, 1960, adopted a resolution declaring that dissolution of the Corporation is advisable and directing that the proposed dissolution be submitted for action thereon at a special meeting of the stockholders of the Corporation.

SEVENTH: All stockholders entitled to vote on the proposed dissolution signed a waiver of notice in writing and consented to hold a special meeting of the stockholders of the

Corporation on July 8, 1960, to take action upon the proposed dissolution of the Corporation.

EIGHTH: The dissolution of the Corporation as so proposed was authorized by the stockholders of the Corporation at said meeting by the unanimous vote of each class of stock entitled to vote thereon.

NINTH: The dissolution of the Corporation has been duly advised by the board of directors and authorized by the stockholders of the Corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland (L. 1951, ch. 135).

TENTH: The Corporation has no known creditors.

ELEVENTH: These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland and of the following collectors of taxes (being all collectors of taxes in the list thereof heretofore supplied to the Corporation by the State Department of Assessments and Taxation) stating in effect that all taxes levied on assessments made by the said Commission and billed by and payable to such collecting authorities by the Corporation have been paid, except taxes barred by Section 212 of Article 81 or otherwise, including taxes billed for the year in which the dissolution of the Corporation is to be effected, namely:

TALBOT COUNTY

IN WITNESS WHEREOF, CHARLOTTE-CHARLES CO., INC. has caused these presents to be signed in its name and on its behalf

EMMANUEL LIEBMAN
LAW OFFICES
CAMDEN, NEW JERSEY

by its President and its corporate seal to be hereunto affixed and attested by its Secretary, on August 29, 1960.

CHARLOTTE-CHARLES CO., INC.

BY Samuel Jackson, Jr.
Samuel Jackson, Jr., President

Attest:

Emmanuel Liebman
Emmanuel Liebman, Secretary

EMMANUEL LIEBMAN
LAW OFFICES
CAMDEN, NEW JERSEY

LIBER 11 PAGE 235

STATE OF New Jersey :
: ss.
COUNTY OF Camden :

I HEREBY CERTIFY that on August 29, 1960, before me, the subscriber, a notary public of the State of New Jersey in and for the County of Camden, personally appeared Samuel Jackson, Jr., President of CHARLOTTE-CHARLES CO., 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 Emmanuel Liebman and made oath in due form of law that he was Secretary of the meeting of the stockholders of said corporation at which the dissolution of the corporation therein set forth was authorized, and that the matters and facts set forth in said Articles of Dissolution are true to the best of his knowledge, information and belief.

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

Mary I. Brooks
Notary Public
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Sept. 25, 1962

EMMANUEL LIEBMAN
LAW OFFICES
CAMDEN, NEW JERSEY

LIBER 11 PAGE 236

COMMISSIONERS OF TALBOT COUNTY, MARYLAND

H. T. SLAUGHTER, PRESIDENT
CHARLES N. SHERIDAN, VICE PRESIDENT
W. FRAMPTON CARROLL, TREASURER AND CLERK

EARL M. CLAGUE
P. LINWOOD HARRISON
R. EUGENE RUDE

EASTON, MD.

July 26, 1960

Mr. Emmanuel Liebman
714 Market St.
Camden 2, N. J.

Re: Charlotte-Charles Co., Inc.

Dear Sir:

This is to certify that the books of the Treasurer of Talbot County reflect that all taxes levied on assessments made by the State Department of Assessments and Taxation and billed by and payable to this collecting authority by the Charlotte-Charles Co., Inc. (formerly The Samuel Jackson Fusee Company) have been paid through 1960.

Very truly yours,

W. Frampton Carroll

W. Frampton Carroll, Treasurer

WFC:c

LIBER 11 PAGE 237

Office of Comptroller
Treasury Department
Annapolis, Maryland

Louis L. Goldstein
Comptroller
Bernard F. Nossel
Chief Deputy

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

CHARLOTTE-CHARLES CO., INC.

have been paid.

WITNESS my hand and official seal this

fifteenth day of September A. D. 1960.

Deputy Comptroller

LIBER 11 PAGE 238

ARTICLES OF DISSOLUTION

OF

CHARLOTTE-CHARLES CO., INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland September 21, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 6546

Recorded in Liber F 209, folio 101, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Special Fee
~~Bonus tax~~ paid $ 10.00 Recording fee paid $ 14.00

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 Department of Assessments and Taxation of Maryland.

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

Charles H. Kantz
Director

LIBER 11 PAGE 239

State of Maryland, Talbot County, To-wit: Received the 21st day of April A.D. 19 61 at 1:00 o'clock P. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County.

Per John T. Baynard
Clerk.

Rec. No. 84096

THE LACA REALTY COMPANY

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:

THE LACA REALTY COMPANY

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

To buy, lease, or in any manner acquire, to erect, construct, hold, manage, operate, sell, mortgage, rent, or in any manner deal in and with real estate, real estate leases, real estate equities, bonds, debentures, stocks and other business equities and any other type of business properties or businesses; 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 improvements on Corporation property and the property of others. To borrow moneys for Corporate purposes and to lend the same in any manner and at any time when the same shall be deemed useful or advantageous to the Corporation.

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

Received & Mailed to Henry, Henry & Adkins 5-16-61

To acquire real and personal property of all kinds for cash, or partly for cash, or for securities of the corporation; 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 this State is Oxford, Maryland. The name and post office address of the resident agent of the Corporation in this State is Edward H. Boyd, Newcomb, 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 Ten Thousand (10,000) shares, having a par value of Ten Dollars ($10.00) per share, all of which shares are of 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,

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

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 Edward H. Boyd, Harvey S. Horsey, II and T. Hughlett Henry, Jr.

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

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

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 30th day of September, 1960.

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

TEST:

T. Hughlett Henry
T. Hughlett Henry

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

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

Meredith B. Bridges

STATE OF MARYLAND, TALBOT COUNTY, to wit:

I HEREBY CERTIFY, that on this 30th day of September, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Talbot 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.

Meredith B. Bridges (SEAL)
Notary Public

MEREDITH B. BRIDGES NOTARY PUBLIC TALBOT COUNTY, MD.

My Commission Expires:
May 1, 1961

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

LBFR 11 PAGE 243

ARTICLES OF INCORPORATION

OF

THE LACA REALTY COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland October 3, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 6827

Recorded in Liber T-211, folio 464, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the Circuit Court of Talbot County

CERTIFIED, that the within instrument, together with all endorsements thereon, ved and recorded by the State Department of Assessments and Taxation

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

Charles A. Bartgis
Director

LIBER 11 PAGE 244

State of Maryland, Talbot County, To-wit: Received the 21st day of April A.D. 19 61, at 1:00 o'clock P.M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County.

Per John T. Baynard
Clerk.

Sec No. 84097

FLETCHER ENTERPRISES, INC.

STOCK ISSUANCE STATEMENT

Fletcher Enterprises, Inc., a Maryland corporation having its principal office in Easton, Talbot County, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation, that:

FIRST: The Corporation has authorized the issuance of Six hundred and seventy-five (675) full paid and non-assessable shares of the par value of One Hundred Dollars ($100.00) per share of Common Stock of the Corporation for the following consideration, namely;

A consideration payable partly in money at the price of One Hundred Dollars ($100.00) per share, or an aggregate consideration or price payable in money of Twenty-nine Thousand Six Hundred Dollars ($29,600.00), and partly by the following consideration other than money, the value of which, as determined by the Board of Directors, is not less than Forty Thousand six Hundred Dollars ($40,600.00).

Lot 15, Block 2 as shown on a Plat entitled "Revised and reassembled Plat No. 2 of Fenwick, Maryland".	$ 5,200.00
Lot 17, Section F as shown on a Plat entitled "Map of Rio Vista Development Property of Theodore E. Fletcher near the Town of St. Michaels, Maryland".	8,500.00
Mortgage from Frank J. Hazen and wife, dated May 1, 1959. Adjusted value to date being	12,726.13
50 shs. General Electric Co.	3,668.75
50 shs. American Home Products Co.	8,350.00
Desk	207.75
Desk chair	97.00
Occasional Chair	100.00
Adding machine	155.25
Lamp	40.00
Tax and investment publications	55.12

Examined & Mailed to Miller, Wheeler 5-16-61

Contract to purchase commercial rental property located at 8622-28 Colesville Road, Silver Spring, Maryland 1,500.00

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 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 1, 1960.

IN WITNESS WHEREOF, Fletcher Enterprises, Inc. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Assistant Secretary, on the 11th day of October, 1960.

FLETCHER ENTERPRISES, INC.

By: William H. Fletcher (SEAL)
William H. Fletcher, President

ATTEST:

Charles E. Wheeler
Charles E. Wheeler, Asst. Secretary

STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 11th day of October, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Talbot, personally appeared William H. Fletcher, President of Fletcher Enterprises, 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 Charles E. Wheeler and made oath in due form of law that he was Assistant 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.

Mela I. Warner
Notary Public

My commission expires: May 1, 1961

NOTARY PUBLIC
EASTON, TALBOT CO., MD.

LIBER 11 PAGE 247

STOCK ISSUANCE STATEMENT

OF

FLETCHER ENTERPRISES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland October 13, 1960 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 6959

Recorded in Liber F-213, folio 114, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ Recording fee paid $ 10.00

Circuit Court of Talbot County

TIFIED, that the within instrument, together with all endorsements thereon, d and recorded by the State Department of Assessments and Taxation

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

Director

LIBER 11 PAGE 248

State of Maryland, Talbot County, To-wit: Received the 21st day of April A.D. 19 61, at 1:00 o'clock P.M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

Rec. No. 8 4096

I, Allen M. Mesirow, Secretary of Universal Aviation Corporation, a Maryland Corporation, do hereby certify that the following is a true copy of a Resolution duly adopted at a special meeting of the Board of Directors of the Universal Aviation Corporation held at Shady Side, Maryland on the 3rd day of October, 1960:

"RESOLVED that the principal office of the Universal Aviation Corporation be moved from Shady Side, Maryland to Easton, Maryland; that the name and address of the resident agent of the Corporation in the state of Maryland are Murry Selsky, 705 Elizabeth Street, Easton, Maryland; said resident agent is a citizen of the State of Maryland and actually resides therein."

UNIVERSAL AVIATION CORPORATION

By: Allen M. Mesirow
Allen M. Mesirow
Secretary

CORPORATE SEAL

Changed & mailed to Murry Selsky, 705 Elizabeth St., Easton, Md. 6-13-61

LIBER 11 PAGE 249

NOTICE OF CHANGE OF PRINCIPAL OFFICE AND CHANGE OF RESIDENT AGENT

OF

UNIVERSAL AVIATION CORPORATION

received for record October 27, 1960 , at 9:47 A. M.

and recorded in Liber F No. 212 Folio No. 322 one of

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

To the Clerk of the Circuit Court of Talbot County

AA № 512

Recording Fee Paid $ 2.00

LIBER 11 PAGE 250

State of Maryland, Talbot County, To-wit: Received the 11th day of May A.D. 19 61, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard, Clerk.

Rec. No. 8453

THE UNITARIAN FELLOWSHIP OF EASTON, MARYLAND

ARTICLES OF INCORPORATION

(Under Section 256-314 of Article 23)

FIRST: WE, THE UNDERSIGNED, Richard M. Archer-Shee, whose post office address is Easton, Maryland; Audrey Z. Archer-Shee, whose post office address is Easton, Maryland; Charles D. Delphey, whose post office address is Royal Oak, Maryland, and James K. Cooper, 2nd, whose post office address is 423 South Second Street, Denton, Maryland, do hereby certify that certain persons, all residents of Maryland, having heretofore associated and organized themselves into a society for public divine worship and having heretofore established a place of public meeting for divine worship in the City of Easton, State of Maryland, and by a vote of the majority of the members of said society above twenty-one (21) years of age, at a meeting duly called and held did elect the above mentioned persons to act as Trustees in the name and behalf of said society, to manage the estate, property, interest and inheritance of the same, and did further adopt the following as their Plan, Agreement and Regulation.

SECOND: That the name of the society and of the corporation shall be "The Unitarian Fellowship of Easton, Maryland".

THIRD: That the purpose of this society is to provide for public worship according to the liberty of individual beliefs; the free discussion of religious and moral questions; the opportunity for children to discover through broad religious education an evolving faith of their own; and the transformation of individual and social life in the light of religious principles.

FOURTH: That the corporation shall have a seal upon which

Returned & Mailed to Richard M. Archer-Shee, Easton, Md. 6-13-61

shall be inscribed the name "The Unitarian Fellowship of Easton, Maryland" - Incorporated 1960.

FIFTH: That the management of the affairs of the corporation shall be vested in a Board of not less than four (4) Trustees; that Richard M. Archer-Shee, Easton, Maryland; Audrey Z. Archer-Shee, Easton, Maryland; Charles D. Delphey, Royal Oak, Maryland, and James K. Cooper, 2nd, 423 South Second Street, Denton, Maryland, all over twenty-one (21) years of age, being sober and discreet members of the society and having been duly elected by the society shall serve as trustees until the next Annual Meeting of the society, or until their successors are elected and have qualified.

SIXTH: That the Annual Meeting shall be held each year in the month of May at such time and place as may be fixed by the trustees. Special meetings may be called by the trustees or by any five voting members and written notice stating the business to be transacted shall be sent to all members at least ten (10) days prior thereto. Thirty percent of the active voting membership shall constitute a quorum at any Annual or special meeting.

SEVENTH: The Trustees shall be elected by ballot at the Annual Meeting. A majority of the members over twenty-one (21) years of age, in good standing and entitled to vote shall be required to elect each trustee. All trustees shall hold office until the next Annual Meeting of the corporation, or until their successors are elected and have qualified. If the office of trustee becomes vacant for any cause, the remaining trustees, though less than a quorum, may, at any regular or special meeting of the Board, elect a successor or successors who shall hold office until the next Annual Meeting, or until his successor is elected and has qualified.

The Board of Trustees may, by appropriate by-laws, amend the number of its members, provided that at no time shall there be less than four (4) nor more than twenty-five (25) members of such Board of Trustees. The majority of said Trustees shall at all times be authorized and empowered to fill vacancies in their number.

EIGHTH: The place of worship shall be located in Talbot County, State of Maryland, and the mailing address of the corporation is The Unitarian Fellowship of Easton, Maryland, c/o Richard M. Archer-Shee, Easton, Maryland. The resident agent of the corporation is Richard M. Archer-Shee, whose address is Easton, Maryland, who is a citizen of this State and actually resides herein.

AND the undersigned further certify that the Articles of Incorporation, including the Plan, Agreement and Regulation herein set forth, shall be entered in the Record Book of the corporation in accordance with the laws of the State of Maryland.

IN WITNESS WHEREOF, we, the trustees, have signed these Articles of Incorporation on the 1st day of November 1960.

Richard M. Archer-Shee
(Richard M. Archer-Shee)

Audrey Z. Archer-Shee
(Audrey Z. Archer-Shee)

Charles D. Delphey Jr.
(Charles D. Delphey) JR.

James K. Cooper
(James K. Cooper, 2nd)

STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

I HEREBY CERTIFY that on this 1st day of November, 1960, before the subscriber, a Notary Public of the State of Maryland, in and for Talbot County aforesaid, personally appeared Richard M. Archer-Shee, Audrey Z. Archer-Shee, Charles D. Delphey and James K. Cooper, 2nd, 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.

Helen K. Plummer
(Helen K. Plummer)
Notary Public

HELEN K. PLUMMER NOTARY PUBLIC TALBOT COUNTY, MD.

LIBER 11 PAGE 254

ARTICLES OF INCORPORATION

OF

THE UNITARIAN FELLOWSHIP OF EASTON, MARYLAND

approved and received for record by the State Department of Assessments and Taxation of Maryland November 15, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 7448

Recorded in Liber F21 8, folio 378, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

Charles W. Bonds
Director

State of Maryland, Talbot County, To-wit: Received the 11th day of May A.D. 19 61, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk

ARTICLES OF INCORPORATION

OF

FOX FOODS, INC.

Rec. No. 84531

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Benjamin Fox, whose post-office address is RFD Clifton, Easton, Maryland, Harvey S. Horsey, II, whose postoffice address is Easton National Bank Building, Easton, Maryland, and Frederick B. Fox, whose postoffice address is Queen Anne, 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

FOX FOODS, INC.

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

(a) To engage in the business for themselves and on account of others, as brokers, factors, agents or otherwise of dealing in, buying, selling, packaging, trading, warehousing, transporting, storing and distributing, at wholesale or retail, extra standard and standard canned goods, frozen goods, preserved goods, of every kind and nature, whether meats, vegetables, produce or kindred food products, in the State of Maryland, or elsewhere within the United States or in any foreign country.

(b) To carry on the trade or business of wholesale warehousemen, removers, storers, packers and carriers of personal property of every description; to issue warrants to persons warehousing goods with the company, and to lend money upon the security of such goods.

(c) To own, operate and maintain, and to lease, hire and let trucks, carriers and transportation, storage and warehouse facilities.

(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.

Examined & Mailed to Williams & Fadeli 6-13-61

(e) To maintain establishments in the State of Maryland or elsewhere within or without the limits of the United States for the distribution, storage and sale at wholesale or retail of foods, processed or unprocessed, of every kind, nature and description, and the kindred products thereof.

(f) To apply for, hold, register, and to own, use, develop and operate any copyrights, trade-marks, trade-names, brands, labels, patent rights, or 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.

(g) To acquire by purchase, rental, merger or otherwise any similar business or businesses.

(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 obligations of the Corporation for its corporate purposes.

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

FOURTH: The postoffice address of the principal office of the Corporation in this State is Queen Anne, Maryland. The resident agent of the Corporation is Frederick B. Fox, whose postoffice address is Queen Anne,

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

FIFTH: The total number of shares of stock which the Corporation has authority to issue is one hundred thousand (100,000) shares of the par value of One Dollar ($1.00) each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand Dollars ($100,000.00).

SIXTH: The Corporation shall have not less than three (3) directors and Benjamin Fox, Harvey S. Horsey, II, and Frederick B. Fox 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 thepowers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock for such consideration as said Board of Directors may deem advisable, but subject to such limitations and restrictions, if any, as may be set forth in the By-laws of the Corporation.

(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 November 9, 1960.

WITNESS:

Beverly S. Willin — Harvey S. Horsey, II (SEAL)

Beverly S. Willin — Benjamin Fox (SEAL)

Beverly S. Willin — Frederick B. Fox (SEAL)

STATE OF MARYLAND, TALBOT COUNTY, TO-WIT:

I HEREBY CERTIFY, That on this 9th day of November, 1960, before me, the subscriber, a Notary Public in and for the State of Maryland and Caroline County, personally appeared Benjamin Fox, Harvey S. Horsey, II, andFrederick B. Fox, and severally acknowledged the aforegoing Articles of incorporation to be their respective act.

AS WITNESS my hand and Notarial Seal.

Beverly S. Willin

Beverly S. Willin - Notary Public

My Commission Expires:

May 1, 1961

BEVERLY S. WILLIN
NOTARY PUBLIC
CAROLINE COUNTY, MD.

LIBER 11 PAGE 259

ARTICLES OF INCORPORATION

OF

FOX FOODS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland November 10, 1960 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 7375

Recorded in Liber 4217 **, folio** 592 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 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 Department of Assessments and Taxation of Maryland.

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

Charles H. Barton

Director

LIBER 11 PAGE 260

State of Maryland, Talbot County, To-wit: Received the 11th day of May A.D. 19 61, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk

Rec. No. 84532

PAT & BICK'S, INCORPORATED

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY, That the subscribers, H. Girard Bickel, Patricia W. Bickel and Sidney H. George, each and every one residing in Easton, Talbot County, State of Maryland, and all being of full legal age, do hereby associate themselves with the intention of forming a Corporation under and by virtue of the General Laws of the State of Maryland authorizing the formation of Corporations.

The name of the Corporation is PAT & BICK'S, INCORPORATED, hereinafter called "The Corporation".

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:

1. To purchase, sell, convey, own, mortgage, lease, improve, use, invest and deal in real and personal property of all kinds and classes and wheresoever situate in the State of Maryland, or elsewhere in the United States of America, in any of its territories or possessions, or in any foreign country.

2. To buy, sell, hold, store, manufacture, distill, brew, distribute, warehouse and otherwise in all manner deal in and with liquors, wines, vinous liquors, malts, beers, ales, brandies, cordials and other spirituous and fermented and distilled alcoholic beverages and by-products thereof and such other commodities as are or may be used and employed in and about the selling, distribution, storage, warehousing and disposing of the aforesaid products.

3. To buy, lease, build, own, hold, equip, mortgage, sell and otherwise deal with any and all types of warehouses, offices, storage houses, display rooms, billboards, signs and other advertising equipment, trucks, loading devices and all other structures or equipment necessary or desirable for the wholesale or retail distribution and sale or other activity in connection with the handling of alcoholic beverages of all types for distribution.

Examined & Mailed to Walter W. Cloggett - 6-13-61

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

5. To own, conduct, operate, maintain and carry on the business of retail or wholesale of groceries, and to sell and dispense foods, beverages, canned goods, notions, athletic equipment, marine supplies, fishing tackle, live bait, patent medicines, and all other allied and related products and goods of all kinds and to do any and all things necessary and pertinent to the said business or businesses.

6. To manage all kinds of properties, real or personal, and to collect the rents and profits therefrom.

7. To purchase, build, own, hold, buy, sell, lease, use, equip, mortgage, improve, invest and deal in all properties of all descriptions as agent or principal.

8. To have one (1) or more offices to carry on all or any of its operations and businesses without restrictions or limits as to amounts; to purchase or otherwise acquire, hold, own, use, rent, trade in, lease, mortgage, sell, convey, transfer or dispose of real and personal property of every kind and description in any of the states, districts, territories or possessions of the United States and in any and all foreign countries, subject to the laws of such states, districts, territories, possessions or countries.

9. To amalgamate, join, unite or cooperate either generally or for any limited extent or period of time, determinable, continuous or otherwise, with any corporation, company, firm or persons already or hereafter to be established for or to any of the objects of this Corporation or any part thereof and for such purposes to make, execute and enter into any contract or agreement for sharing of profits and obligations, mortgages, bonds or debentures in or charged on the capital or undertaking of any company or corporation already formed or hereafter to be formed.

10. To acquire by purchase, lease or otherwise the property, rights, business, good will, franchises and assets of every kind of any corporation, association, firm or individual carrying on in whole or in part the aforesaid businesses or any of them, or any other business in whole or in part that The Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof and to pay for any property, rights, business, good will, franchises and assets so acquired in the stock, bonds or other securities of The Corporation or otherwise.

11. To carry on any other business within the State of Maryland or elsewhere in the United States of America, its territories or possessions, or in any foreign country which may seem to The Corporation to be calculated to effectuate the aforesaid corporate objects or either of them, or to facilitate it in the transaction of its aforesaid business or that may be calculated, directly or indirectly, to enhance the value of its property and rights.

The business which The Corporation is to carry on from time to time is to do any one (1) 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 and statutes of such state or foreign country at all times in which the same may be transacted or its property may be located.

The post office address at which the principal office of the said Corporation in this state shall be located will be 110 Park Street, Easton, Talbot County, State of Maryland.

The Resident Agent of The Corporation is H. Girard Bickel, whose post office address is 110 Park Street, Easton, Talbot County, State of Maryland. Said Resident Agent is an adult citizen of Maryland and resides at 110 Park Street, Easton, Talbot County, State of Maryland.

The corporate stock shall consist and be of one thousand (1,000) shares of Common Stock of Ten Dollars ($10.00) Par Value.

The said Corporation shall have not less than three (3) nor more than five (5) Directors, and H. Girard Bickel, Sidney H. George and Patricia W. Bickel shall act as such and serve in the capacity of President, Vice President and Secretary-Treasurer, respectively, until the first annual meeting or until their successors are duly chosen and qualified.

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

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

At all elections of Directors of The Corporation, each shareholder shall be entitled to as many votes for each of the Directors for whom he shall vote as shall be equal to the number of his shares.

Directors shall have power to hold their meetings and to have one (1) or more offices within or without the State of Maryland, and to keep the books of The Corporation (subject to the provisions of the statutes) outside the State of Maryland at such places as may be from time to time designated by the Directors.

In addition to the aforesaid general powers and to the powers conferred by statute, the Board of Directors shall have power to open stock books, to fix and vary the amount to be reserved as working capital, to direct and determine the use of and disposition of any surplus and net profits over and above the capital stock paid in, to determine (subject to the limitations, if any, of the By-Laws) whether any, and if any, what part of any surplus or net profits shall be declared dividends and when paid to its shareholders, and from time to time to sell, assign, transfer and lease or otherwise dispose of any or all of the property and assets of The Corporation, but no lease or sale of all of the property and assets of The Corpo-

ration as an entirety shall be made except after obtaining the affirmative vote at a duly called meeting of the holders of not less than sixty per cent (60%) of all the issued and outstanding stock of The Corporation, nor shall any such sale be made for other than a cash consideration except after obtaining the affirmative vote at a duly called meeting of the holders of not less than seventy-five per cent (75%) of all the issued and outstanding capital stock of The Corporation.

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

IN WITNESS WHEREOF, we have hereunto set our hands this 2nd day of November, A.D., in the year One Thousand, Nine Hundred and Sixty.

TEST as to all Incorporators:

H. Girard Bickel (SEAL)
H. GIRARD BICKEL

Walter W. Claggett
Walter W. Claggett

Patricia W. Bickel (SEAL)
PATRICIA W. BICKEL

Sidney H. George (SEAL)
SIDNEY H. GEORGE

STATE OF MARYLAND, COUNTY OF TALBOT, ss:

I HEREBY CERTIFY, that on November 2, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Talbot, personally appeared H. GIRARD BICKEL, PATRICIA W. BICKEL and SIDNEY H. GEORGE, and each 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.

Katherine A. Emerson
Katherine A. Emerson - Notary Public

My Commission expires May 1, 1961.

KATHERINE A. EMERSON NOTARY PUBLIC TALBOT COUNTY

LIBER 11 PAGE 265

ARTICLES OF INCORPORATION

OF

PAT & BICK'S, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland November 9, 1960 **at** 9:00 **o'clock A. M. as in conformity with law and ordered recorded.**

A 7323

Recorded in Liber F017 **, folio** 296 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

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

To the clerk of the Circuit **Court of** Talbot County

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

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

Charles A. Bonifas
Director

LIBER 11 PAGE 266

State of Maryland, Talbot County, To-wit: Received the 11th day of May A.D. 1961, at 9:00 o'clock A.M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

Rec. No. 8453

MENU-READY FOODS, INC.
ARTICLES OF AMENDMENT

Menu-Ready Foods, Inc., a Maryland Corporation having its principal office in Talbot County, Maryland (hereinafter called the Corporation) hereby certifies to the State Department of Assessments and Taxation that:

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

FIFTH: The Corporation shall have such number of directors, not exceeding five and not less than three, as the By-laws shall specify.

SECOND: The amendment to the Charter of the Corporation herein made was approved by written consent to the same, signed by all members of the Board of Directors, and by Resolution of the Board of Directors at a duly held meeting on October 20, 1960; and there are no shares of stock of the Corporation entitled to vote either outstanding or subscribed for.

IN WITNESS WHEREOF, MENU-READY FOODS, 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 20 day of October, 1960.

MENU-READY FOODS, INC.

ATTEST:

By Harold H. Jaeger
Harold H. Jaeger
President

William H. Adkins, II
Secretary

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

Returned to William H. Adkins, II 6-28-61

STATE OF NEW YORK, NEW YORK CITY, to wit:

I HEREBY CERTIFY, That on October 20, 1960, before me, the subscriber, a Notary Public of the State of New York in and for New York City aforesaid personally appeared Harold N. Jacger, President of Food Service Institute, Inc., a Maryland Corporation, and in the name and on behalf of said corporation acknowledged the aforegoing Articles of Amendment to be the corporate act of said corporation; and at the same time also personally appeared William H. Adkins, II, and made oath in due form of law that he is Secretary of said corporation, and has custody of the records of the minutes of proceedings of the Board of Directors of the same, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

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

Frances Kyle
Notary Public

My Commission Expires:

FRANCES KYLE
Notary Public, State of New York
No. 31-2223935
Qualified in New York County
Commission Expires March 30, 1961

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

LIBER 11 PAGE 268

ARTICLES OF AMENDMENT

OF

MENU-READY FOODS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland November 9, 1960 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 7350

Recorded in Liber 7217, folio 450, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

Charles H. Bantzer
Director

LIBER 11 PAGE 269

State of Maryland, Talbot County, To-wit: Received the 11th day of May A.D. 19 61, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County.

Per John T. Baynard
Clerk.

Rec. No. 5453

MENU-READY FOODS, INC.
STOCK ISSUANCE STATEMENT

Menu-Ready Foods, Inc., a Maryland Corporation having its principal office in Talbot County, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation that:

FIRST: (a) The Corporation has authorized the issuance of fifty (50) fully paid and non-assessable shares of its common stock, without par value, to Mr. Harold H. Jaeger for the following consideration, the actual value of which, as determined by the Board of Directors, is not less than $1,000.00; services rendered the Corporation and expenses incurred on its behalf by Mr. Harold H. Jaeger.

(b) The Corporation has authorized the issuance of fifty (50) fully paid and non-assessable shares of its common stock, without par value, to Mr. Harold Levy for the following consideration, the actual value of which, as determined by the Board of Directors, is not less than $1,000.00; services rendered the Corporation and expenses incurred on its behalf by Mr. Harold Levy.

SECOND: (a) At the time of authorization of the issuance of such stock there were no shares of stock of any class 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 October 20, 1960.

IN WITNESS WHEREOF, MENU-READY FOODS, INC. had caused these presents to be signed in its name and on its behalf by

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

Returned & mailed to William H. Adkins, II 6-28-61

its Vice-President and its corporate seal to be hereunto affixed and attested by its Secretary on November 10, 1960.

MENU-READY FOODS, Inc.

ATTEST:

By _____
Harold Levy
Vice-President

_____
William H. Adkins, II
Secretary

STATE OF NEW JERSEY, COUNTY OF MIDDLESEX, to wit:

I HEREBY CERTIFY, That on this 10 day of Nov., 1960, before me the subscriber, a Notary Public of the State of New Jersey in and for the County aforesaid, personally appeared Harold Levy, Vice-President of Menu-Ready Foods, Inc., a Maryland Corporation, and in the name and on behalf of said corporation acknowledged the aforegoing stock issuance statement to be the corporate act of said corporation.

My Commission Expires: _____ Notary Public

NOTARY PUBLIC OF NEW JERSEY
MY COMMISSION EXPIRES JULY 30, 1962

STATE OF MARYLAND, TALBOT COUNTY, to wit:

I HEREBY CERTIFY, That on this 14th day of November 1960, before me the subscriber, a Notary Public of the State of Maryland in and Wicomico County, personally appeared William H. Adkins, II, and made oath in due form of law that he was Secretary of the meeting of the Board of Directors of said Corporation at which the issuance of the stock above-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.

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

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

My Commission Expires:
May 1, 1961

_____
Notary Public

LIBER 11 PAGE 271

STOCK ISSUANCE STATEMENT

OF

MENU-READY FOODS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland November 15, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 7389

Recorded in Liber A218, folio 45, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

Charles H. Bartgis
Director

LIBER 11 PAGE 272

State of Maryland, Talbot County, To-wit: Received the 25th day of May A.D. 1961, at 9:00 o'clock A.M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

Rec. No. 84756

METAL ENGINEERING, INC.,

ARTICLES OF INCORPORATION

FIRST: We the undersigned, Philip R. Anderson, whose post office address Easton, Maryland, William Reddie, whose post office address is Easton, Maryland, Robert C. Thompson, whose post office address is Easton, 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 Metal Engineering, Inc.,

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

(a) To design, manufacture, distribute, sell, or deal with in any other manner, one piece cornice units used for home, commercial, and industrial building construction.

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

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

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

Returned and mailed to Robert C. Thompson 6-28-61

(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.

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

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

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

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

the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The postoffice address of the principal office of the Corporation in this State is Dover Road, Easton, Maryland. The resident agent of the Corporation is Philip R. Anderson, 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 Five Thousand (5,000) shares without par value, all of one class.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased 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 Philip R. Anderson, William Reddie, and Robert C. Thompson.

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on December 22, 1960

WITNESS:

Philip R. Anderson

William Reddie

Robert C. Thompson

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

I HEREBY certify that on December 22, 1960, before me, the subscriber, a notary public of the State of Maryland in and for the County of Talbot, personally appeared Philip R. Anderson, William Reddie, and Robert C. Thompson and severally acknowledged the foregoing Articles of Incorporation to be their act.

Louis M. Thompson
Notary Public

My Commission expires
May 1, 1961

LIBER 11 PAGE 277

ARTICLES OF INCORPORATION

OF

METAL ENGINEERING, INC.,

approved and received for record by the State Department of Assessments and Taxation of Maryland December 27, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 7983

Recorded in Liber 4224, folio 469, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the Clerk of the Circuit Court of Talbot County

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

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

Director

State of Maryland,
Talbot County, To-wit:
Received the 28th day of December A. D. 1961, at 9:00 o'clock A. M. to be recorded, and same is now recorded in Liber 13 No. 11 Folio ... Record Book
Clerk of the Circuit Court for Talbot County
per ...
Recording 23 Fees

LIBER 11 PAGE 278

State of Maryland, Talbot County, To-wit: Received the 25th day of May A.D. 1961, at 9:00 o'clock A.M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

Rec. No. 84757

Recd. 3.00 6-28-61

Examined & Mailed to Forman, President & Bldg., Philadelphia

AMERICAN HATCHERY ENGINEERS, INC.

ARTICLES OF AMENDMENT
(Under Sections 11, 12)

American Hatchery Engineers, 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 to change the name of the Corporation from American Hatchery Engineers, Inc. to Multifax Company.

SECOND: The entire Board of Directors and all of the stockholders of the Corporation by a Unanimous Consent in Writing dated December 12, 1960, adopted a resolution, as follows:

> "RESOLVED, that the Articles of Incorporation of the Corporation be amended to change the name of the Corporation to "Multifax Company" and that the President and Secretary, or either one of them, are hereby authorized to execute under the seal of the Corporation, Articles of Amendment and such other documents as may be necessary to effectuate the change of the name of the Corporation;"

IN WITNESS WHEREOF, American Hatchery Engineers, Inc. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on December 27, 1960.

AMERICAN HATCHERY ENGINEERS, INC.

By Robert C. Morris, Pres.
Robert C. Morris

Attest:

William Hyde, Sec.
William Hyde

STATE OF Md. :
COUNTY OF Talbot : ss.

I hereby certify that on December 27 ,1960 before me the subscriber, a Notary Public of the State and County aforesaid, personally appeared Robert C. Morris, President of American Hatchery Engineers, Inc., a Maryland corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said Corporation; and at the same time personally appeared William Hyde and made oath in due form of law that he is Secretary of the said Corporation, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

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

Emily M. Price
Notary Public
My comm. exp. 5/1/61

LIBER 11 PAGE 280

ARTICLES OF AMENDMENT

OF

AMERICAN HATCHERY ENGINEERS, INC.
Changing its name to:
MULTIFAX COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland December 29, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 8067

Recorded in Liber 4225, folio 387, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

Charles O. Porter, Jr.

LIBER 11 PAGE 281

State of Maryland, Talbot County, To-wit: Received the 25th day of May A.D. 1961, at 9:00 o'clock A.M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

MASON-EFFINGER, INC.

STOCK ISSUANCE STATEMENTS

Mason-Effinger, 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 Corporation has authorized the issuance of Sixty (60) full paid and non-assessable shares of the par value of Sixty-five dollars ($65.00) per share of Common Stock of the Corporation for the following consideration, namely;
A consideration payable partly in money at the price of Sixty-five Dollars ($65.00) per share, or an aggregate consideration or price payable in money of Nineteen Hundred Fifty Dollars ($1950.), and partly by the following consideration other than money, the value of which, as determined by the Board of Directors, is not less than Thirty-nine Hundred Dollars ($3900.):

An inventory of materials and equipment utilized in the building and repairs of residences and other building structures, and said inventory is detailed by item in the minutes of the Corporation.

SECOND: The issuance of said shares of stock on the terms above set forth was duly authorized by the Board of Directors of the Corporation at a meeting held on August 12th, 1960; the issuance of said shares of stock as so authorized by the Board of Directors was submitted for approval at the annual meeting of the stockholders of the corporation held on August 12th, 1960; notice stating that a purpose of the meeting would be to take action upon the proposed issue of said shares of stock was given as required by law, to all stockholders of the Corporation entitled to vote thereon; and the proposed issuance of said shares of stock was approved by the stockholders of the Corporation at said meeting.

IN WITNESS WHEREOF, Mason-Effinger, Inc. has caused these presents to be signed in its name and on its behalf by its Presi-

Examined & Mailed to Arthur W. Mason, Esq. Daniel, Md. 6-28-61

LIBER 11 PAGE 284

State of Maryland, Talbot County, To-wit: Received the 26th *day of* May *A.D. 19* 61, *at* 9:00 *o'clock* A. *M. to be recorded, and same day recorded in Liber* JTB *No.* 11 *folio* ....., *one of the* Corporation *Record Books of Talbot County,*

Per John T. Baynard
Clerk.

Rec. No. 84781

ARTICLES OF AMENDMENT

OF

HATTERAS CHESAPEAKE COMPANY

Hatteras Chesapeake Company, a Maryland Corporation having its principal office in Oxford, Talbot County, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation that:

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

SIXTH: The total number of shares of stock which the corporation has authority to issue is Five Hundred (500) shares of the par value of One Hundred ($100.00) Dollars per share; all of which shares are of one class and are designated common stock.

SECOND: Pursuant to Section 58, Article 23, Annotated Code of Maryland (1957) all the members of the Board of Directors of the Corporation on January 30, 1961, signed a written consent to the aforegoing amendment of the Articles of Incorporation, declaring that said amendment was advisable and directing that it be submitted to the stockholders for action thereon, which said written consent is filed with the minutes of proceedings of said Board.

THIRD: Pursuant to Section 47, Article 23, Annotated Code of Maryland (1957) the sole stockholder of all the issued and outstanding stock of the Corporation consented to the aforegoing amendment of the Corporation's Articles of

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

Examined & Mailed to William H. Adkins, II 6-28-61

Incorporation, and said consent is filed with the records of the Corporation.

FOURTH: The amendment of the Charter of the Corporation as above set forth has been duly advised by the Board of Directors and approved by the sole stockholder of the corporation.

FIFTH: (a) The total number of shares of all classes of stock of the Corporation heretofore authorized, and the number and par value of the shares of each class are as follows:

Two Hundred Fifty (250) shares of common stock, of the par value of One Hundred ($100.00) Dollars per share.

(b) The total number of shares of all classes of stock of the Corporation as increased and the number and par value of the shares of each class is as follows:

Five Hundred (500) shares of common stock, of the par value of One Hundred ($100.00) Dollars per share.

(c) The Capital stock of the Corporation is not divided into classes.

IN WITNESS WHEREOF, Hatteras Chesapeake Company has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on January 30, 1961.

HATTERAS CHESAPEAKE COMPANY

By Arnold R. Moyer
Arnold R. Moyer
President

ATTEST:

William H. Adkins, II
Secretary

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

STATE OF MARYLAND
TALBOT COUNTY, ss.

I HEREBY CERTIFY, That on this 30th day of January, 1961, before me, the undersigned officer, a Notary Public of the State of Maryland in and for the County of Wicomico, personally appeared Arnold R. Moyer, President of Hatteras Chesapeake Company, a Maryland Corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation; and at the same time personally appeared William H. Adkins, II and made oath in due form of law that he is the Secretary of said Corporation and of its Board of Directors; that he is the custodian of the records of said Corporation and of the minutes of the proceedings of its Board of Directors; that the consents to the aforegoing amendment are filed with said records and with said minutes, and that the matters 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.

Sara N. Bliss
Notary Public

My Commission Expires:
May 1, 1961

NOTARY PUBLIC

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

LIBER 11 PAGE 287

ARTICLES OF AMENDMENT

OF

HATTERAS CHESAPEAKE COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland January 31, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 8529

Recorded in Liber F230, folio 163, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

Charles G. Barton

Rec. No. 84782

LIBER 11 PAGE 288

State of Maryland, Talbot County, To-wit: Received the 26th day of May A.D. 19 61, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

RESOLUTION CHANGING ADDRESS OF RESIDENT AGENT OF HATTERAS CHESAPEAKE COMPANY

BE IT RESOLVED, by the Board of Directors of Hatteras Chesapeake Company, a Maryland Corporation, that the address of said Corporation's resident agent, as set forth in Article FOURTH of the Corporation's Articles of Incorporation, be and it is hereby changed from Stewart Building, Easton, Maryland, to:

Easton National Bank Building
Goldsborough Street
Easton, Maryland

Said resident agent shall continue to be William H. Adkins, II, who is a citizen of the State of Maryland and actually residing therein.

Certified to be a true copy of a Resolution duly adopted by the Board of Directors of Hatteras Chesapeake Company on January 30, 1961, and recorded among the minutes of said Board. The undersigned is custodian of said minutes.

William H. Adkins, II
Secretary

Returned & Mailed to William H. Adkins II 6-28-61

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

LIBER 11 PAGE 289

NOTICE OF CHANGE OF ADDRESS OF RESIDENT AGENT

OF

HATTERAS CHESAPEAKE COMPANY

received for record January 31, 1960, at 9:00 A.M.

and recorded in Liber F No. 227 Folio No. 145 one of

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

Clerk of the Circuit Court of Talbot County

AA № 638

Recording Fee Paid $2.00

State of Maryland,
Talbot County, To-wit:
Received the 26th day of
May A.D. 1961 at 2:00
o'clock P.M. to be recorded, and
same duly recorded in Liber J.E.S.
No. 11 Folio 288 one of the
Corporation Record Books of
Talbot County.

Test: Elsie J. Bachmann
Clerk

Recording 50¢ Paid

LIBER 11 PAGE 290

State of Maryland, Talbot County, To-wit: Received the 1st day of June A.D. 1961, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

Rec. No. 84829

Examined & Marked to Miller, Wheeler, Thompson & Thompson 6-28-61

ARTICLES OF INCORPORATION

OF

W. H. FLETCHER, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, William H. Fletcher, whose postoffice address is Box 772, Easton, Maryland, Charles E. Wheeler, whose postoffice address is Box 1209, Easton, Maryland, and Ernest M. Thompson, whose postoffice address is Box 1209, 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 presents.

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

W. H. FLETCHER, INC.

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

(a) To cleanse and renovate clothing, cloths, and fabrics of all kinds by washing, steaming, bleaching, starching, ironing, dry cleaning, or otherwise. To do repairing, dyeing, and disinfecting. To conduct a barbers and office towel supply business. To store furs and other clothing. To acquire, lease, maintain, and operate real estate, plants, delivery trucks, machinery, apparatus, and equipment of all kinds requisite for the prosecution of its 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 person-

al 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 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 per-

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

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

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

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

restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The postoffice address of the principal office of the Corporation in this State is Box 772, Easton, Maryland. The resident agent of the Corporation is William H. Fletcher, whose postoffice address is Box 772, 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 seven directors and William H. Fletcher, Louis F. Shortall, Philip L. Harden, J. Thomas Saulsbury, H. K. Dugdale, Virginia Wallace and Walter S. McCord 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 disposi-

tion 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 17th day of February, 1961

WITNESS:

Mera I. Wallace — William H. Fletcher

Mera I. Wallace — Charles E. Wheeler

Mera I. Wallace — Ernest M. Thompson

STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 17th day of February, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for Talbot County aforesaid, personally appeared William H. Fletcher, Charles E. Wheeler and Ernest M. Thompson, 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.

Mae I. Wallace
Notary Public.

LIBER 11 PAGE 299

ARTICLES OF INCORPORATION

OF

W. H. FLETCHER, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland February 20, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 8806

Recorded in Liber 4833, folio 143, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....40.00.....Recording fee paid $.....18.00.....

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 Department of Assessments and Taxation of Maryland.

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

Charles H. Douglas Jr.

LIBER 11 PAGE 300

State of Maryland, Talbot County, To-wit: Received the 1st day of June A.D. 19 61, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County.

Per John T. Baynard
Clerk.

Rec. No. 8485 30

ARTICLES OF INCORPORATION

OF

TRED AVON YACHT SALES, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, T. Hughlett Henry, Jr., William H. Adkins, II, and Meridith B. Bridges, whose post-office addresses are 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:

TRED AVON YACHT SALES, 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 a natural person might or could, and in any part of the world, as principal, agent, contractor, broker, trustee or otherwise, and either alone or in company with others, namely:

(a) To buy, sell, lease, deal in and with, whether as agent, broker, or as direct seller, store, repair and fit out, power and sail yachts and boats, marine engines and all types and sorts of parts, accessories, supplies and equipment, in any manner connected or related therewith or thereto.

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

Examined & Marked & William H. Adkins II 6-28-61

(b) To buy, lease or erect, and to maintain and operate warehouses, stores, wharfs or docks, marinas or any structure or premises useful or necessary in connection with the aforegoing objects and purposes.

(c) To purchase, lease or otherwise acquire property, real, personal and mixed, and to own, hold, sell and convey, exchange, pledge, mortgage or otherwise deal in, utilize or dispose of such property.

(d) To act as agent, distributor, attorney-in-fact, factor or broker incident to any or all of the business of this corporation, on commission or otherwise, and to aid and assist, promote and conserve the interests of and afford facilities for the convenient transaction of business by principals, patrons, customers or clients in all parts of the world.

(e) To borrow money and to issue therefor promissory notes, bonds, debenture or other obligations, and to give as security for its indebtedness mortgages, pledges or other liens upon the corporate property or assets, real, personal or mixed.

(f) To do any and all things necessary or desirable or which may be appropriate to promote and attain the objects and purposes herein enumerated, and to carry on any other business in connection with the foregoing and to have and to exercise all of the powers conferred by the laws of Maryland upon corporations.

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON MARYLAND

(g) The aforegoing 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 it is not intended, by the mention of any particular purpose, power, object or business in any manner to limit or to restrict the generality of any other purpose, power, object or business mentioned, or to limit or to restrict any of the powers of the corporation.

FOURTH: The post office address of the principal office of the corporation in this State is Oxford, Maryland. The resident agent of the corporation is William H. Adkins, II, whose address is Easton National Bank Building, Easton, Maryland; said resident agent being a citizen of the State of Maryland and actually residing therein.

FIFTH: The corporation shall have four directors, and Howard N. German, Harry L. German, Sigurd N. Hersloff, Jr. and Laurence Paul Fishel shall act as such until the first annual meeting and until their successors are duly chosen and qualified.

SIXTH: (a) 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 which shares are of one class and are designated common stock.

(b) The stock above authorized shall be subject to the following restrictions on transfer:

No share or shares of stock shall be assigned, transferred or sold to any person or persons (including a trust, firm, partnership or corporation), unless such share or shares shall first have been offered to all holders of record of stock (other than the assignor, transferor, or seller) at the price which has been offered the assignor, transferor or seller for

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

such share or shares. Such other stockholders of record may within ten days of the mailing of notice of such offer, elect to purchase, in equal proportions, for the price offered, the shares proposed to be assigned, transferred or sold. In the event such transfer or assignment is to be made without consideration (including but not limited to a transfer effective upon the death of the transferor) then notice to such other stockholders shall be given as aforesaid and such holders may elect to purchase, in equal proportions, for its then book value, the shares involved.

The offer or notice required by this provision shall be deemed to have been given or made if addressed in writing to all stockholders of record at their addresses as shown on the books of the corporation, and deposited, postpaid, in the United States mail. Such offer shall be deemed to have been rejected if not accepted in writing within ten (10) days from the date of deposit in the United States mail.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating certain 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 stock 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 Bylaws of the corporation.

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

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

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

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, subject to any limitations or restrictions herein set forth or imposed by law, to classify or re-classify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(e) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the corporation, whether conferred by law or by these articles, to purchase, a 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 hereunto subscribed our names and affixed our seals this 15th day of February,

in the year one thousand, nine hundred and sixty-one.

WITNESS:

T. Hughlett Henry, Jr. (SEAL)
T. Hughlett Henry, Jr.

Sara N. Blizzard William H. Adkins, II (SEAL)
William H. Adkins, II

Meridith B. Bridges (SEAL)
Meridith B. Bridges

STATE OF MARYLAND, TALBOT COUNTY, to wit:

I HEREBY CERTIFY, that on this 15th day of February, 1961, before me, the undersigned officer, a Notary Public of the State of Maryland, in and for Wicomico County, personally appeared T. Hughlett Henry, Jr., William H. Adkins, II and Meridith B. Bridges, known to me (or satisfactorily proven) to be the persons whose names are subscribed to the within instrument, and acknowledged that they executed the same for the purposes therein contained, and further acknowledged said instrument to be their act.

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

My commission expires
May 1, 1961.

Sara N. Blizzard
Notary Public

SARA N. BLIZZARD
NOTARY
PUBLIC
WICOMICO COUNTY, MD.

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

LIBER 11 PAGE 307

ARTICLES OF INCORPORATION

OF

TRED AVON YACHT SALES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland February 16, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 8748

Recorded in Liber F 832, folio 457, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 14.00

To the clerk of the Circuit Court of Talbot County

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

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

LIBER 11 PAGE 308

State of Maryland, Talbot County, To-wit: Received the 1st day of June A.D. 19 61, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

Rec. No. 84831

ARTICLES OF SALE

BY AND BETWEEN

COLLEGE CLEANERS, INC.,
a body corporate of the State of Maryland,
Transferor

AND

WILLIAM H. FLETCHER,
Transferee.

College Cleaners, Inc., a body corporate of the State of Maryland, hereinafter referred to as Transferor, and William H. Fletcher, of Talbot County, Maryland, hereinafter referred to as Transferee, hereby certify to the State Department of Assessments and Taxation, that:

FIRST: Transferor agrees to sell all of its tangible personal property consisting of machinery, equipment, automotive equipment, et cetera, constituting substantially all of its property and assets.

SECOND: Transferee's name is William H. Fletcher, and the post office address of his principal place of business is Easton, Maryland.

THIRD: Transferor's name is College Cleaners, Inc., a body corporate of the State of Maryland.

FOURTH: The nature and amount of the consideration to be paid by the Transferee is as follows: Cash in the amount of Eight Thousand Four Hundred and Forty-five Dollars and Six Cents, ($8,445.06).

FIFTH: The principal office of College Cleaners, Inc., Transferor, is located at Chestertown, Kent County, Maryland.

Examined & Mailed to Henry, Henry & Adkins 6-28-61

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

SIXTH: Transferee is an adult resident of the State of Maryland.

SEVENTH: These Articles were duly advised by the Board of Directors of the Transferor corporation, and approved by its stockholders by a written consent signed by all of the stockholders of said corporation, in accordance with the requirements of Article 23 of The Annotated Code of Maryland, and the bylaws and charters of the Transferor corporation.

EIGHTH: The transfer contemplated by these Articles shall take effect on February 27, 1961. On said date, Transferor shall deliver to Transferee a good and marketable title to the assets to be purchased by Transferee. Transferee shall not assume any of the indebtedness or liabilities of the Transferor, and Transferor shall save Transferee harmless from all such indebtedness or liabilities. The cash and accounts receivable of the Transferor are not included in this sale.

IN WITNESS WHEREOF, College Cleaners, Inc. has caused these presents to be signed in its name and in its behalf by its Vice President, and its corporate seal to be hereunto affixed and attested by its Secretary, and Transferee has affixed his signature and seal hereto, this 27th day of February, 1961.

ATTEST: COLLEGE CLEANERS, INC.

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND
ESTABLISHED 1955
CAMBRIDGE, MARYLAND

Louis F. Shortall
Louis F. Shortall
Secretary

By: Walter S. McCord
Walter S. McCord
Vice President
TRANSFEROR

WITNESS:

Sara N. Blizzard

William H. Fletcher (SEAL)
William H. Fletcher
TRANSFEREE

STATE OF MARYLAND, COUNTY OF TALBOT, to wit:

I HEREBY CERTIFY that on this 27th day of February, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for Wicomico County, personally appeared Walter S. McCord, Vice President of College Cleaners, Inc., and in the name and on behalf of said corporation, being authorized so to do, acknowledged the aforegoing Articles of Sale to be the corporate act of said corporation; and at the same time also personally appeared Louis F. Shortall, Secretary of said corporation, and made oath in due form of law that the corporate records of the corporation contain a consent to the immediate sale of the assets described in the above Articles of Sale, signed by the sole stockholder of the corporation on February 16, 1961, and that the matters 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 day and year last above written.

My commission expires
May 1, 1961.

Sara N. Blizzard
Notary Public

SARA N. BLIZZARD NOTARY PUBLIC WICOMICO COUNTY, MD.

STATE OF MARYLAND, COUNTY OF TALBOT, to wit:

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

I HEREBY CERTIFY that on this 27th day of February, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for Wicomico County, personally appeared William H. Fletcher, and made oath in due form of law that the matters and facts stated in the aforegoing

Articles of Sale are true to the best of his knowledge, information and belief, and further acknowledged said Articles of Sale to be his act.

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

My commission expires
May 1, 1961

Sara N. Blizzard
Notary Public

SARA N. BLIZZARD NOTARY PUBLIC WICOMICO COUNTY, MD.

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON MARYLAND

LIBER 11 PAGE 312

ARTICLES OF SALE . .

OF

COLLEGE CLEANERS, INC. - Transferor

to

WILLIAM H. FLETCHER - Transferee

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

A 8927

Recorded in Liber F234, folio 211, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....Recording fee paid $.....10.00.....
2.00
12.00 Certificate to Land Rec. Off. of Talbot County

To the clerk of [illegible] Court of Talbot County

IT [illegible] at the within instrument, together with all endorsements thereon, has been [illegible] ded by the State Department of Assessments and Taxation of Maryl[illegible]

AS WITN[illegible] and seal of the said Department at Baltimore.

Brooks H. Bantz Jr.

LIBER 11 PAGE 313

State of Maryland, Talbot County, To-wit: Received the 1st day of June A.D. 1961, at 9:00 o'clock A.M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

Rec. No. 5832

ARTICLES OF SALE

BY AND BETWEEN

McCORD LAUNDRY, INCORPORATED,
a body corporate of the State of Maryland
Transferor

AND

WILLIAM H. FLETCHER,
Transferee

McCord Laundry, Incorporated, a body corporate of the State of Maryland, hereinafter referred to as Transferor, and William H. Fletcher, of Talbot County, Maryland, hereinafter referred to as Transferee, hereby certify to the State Department of Assessments and Taxation, that:

FIRST: Transferor agrees to sell all of its real estate, leasehold interests, and tangible personal property consisting of machinery, equipment, automotive equipment, et cetera, constituting substantially all of its property and assets.

SECOND: Transferee's name is William H. Fletcher, and the post office address of his principal place of business is Easton, Maryland.

THIRD: Transferor's name is McCord Laundry, Incorporated, a body corporate of the State of Maryland.

FOURTH: The nature and amount of the consideration to be paid by the Transferee is as follows: Cash in the amount of Sixty-six Thousand Five Hundred Fifty-four Dollars and Ninety-four Cents ($66, 554.94); first purchase money mortgage amortizable over a ten (10) year period in the amount of Two Hundred Thousand Dollars ($200,000.00); promissory note secured by marketable securities in the amount of Seventy-five

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON MARYLAND

Examined & Mailed to Henry, Henry & Adkins 6-28-61

Thousand Dollars ($75,000.00), payable in five (5) years at the rate of Fifteen Thousand Dollars ($15,000.00) per year; and promissory note secured by marketable securities in the amount of Fifty Thousand Dollars ($50,000.00), payable in ten (10) years at the rate of Five Thousand Dollars ($5,000.00), per year.

FIFTH: The principal office of McCord Laundry, Incorporated, Transferor, is located in Easton, Talbot County, Maryland.

SIXTH: Transferee is an adult resident of the State of Maryland.

SEVENTH: These Articles were duly advised by the Board of Directors of the Transferor corporation, and approved by its stockholders by a written consent signed by all of the stockholders of said corporation, in accordance with the requirements of Article 23 of The Annotated Code of Maryland, and the bylaws and charters of the Transferor corporation.

EIGHTH: The transfer contemplated by these Articles shall take effect on February 27, 1961. On said date, Transferor shall deliver to Transferee a good and marketable title to the assets to be purchased by Transferee. Transferee shall not assume any of the indebtedness or liabilities of the Transferor, and Transferor shall save Transferee harmless from all such indebtedness or liabilities. The cash and accounts receivable of the Transferor are not included in this sale.

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

NINTH: The down payment of Twenty Thousand Dollars ($20,000.00) on account hereof has been paid to Charles E.

Wheeler and T. Hughlett Henry, Jr., Escrow Agents, to be refunded to Transferee if for any reason the transfer contemplated shall not be consummated.

IN WITNESS WHEREOF, McCord Laundry, Incorporated has caused these presents to be signed in its name and in its behalf by its President and its corporate seal to be hereunto affixed and attested by its Assistant Secretary, and Transferee has affixed his signature and seal hereto, this 27th day of February, 1961.

ATTEST:

MCCORD LAUNDRY, INCORPORATED

Virginia M. Wallace
Assistant Secretary

By: Walter S. McCord
Walter S. McCord, President
Transferor

WITNESS:

William H. Fletcher (SEAL)
William H. Fletcher
TRANSFEREE

STATE OF MARYLAND, COUNTY OF TALBOT, to wit:

I HEREBY CERTIFY that on this 27th day of February, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for Queen Anne's County, personally appeared Walter S. McCord, President of McCord Laundry, Incorporated, and in the name and on behalf of said corporation, being authorized so to do, acknowledged the aforegoing Articles of Sale to be the corporate act of said corporation; and at the same time also personally appeared Virginia M. Wallace, Assistant Secretary of said corporation, and made

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

oath in due form of law that the corporate records of the corporation contain a consent to the immediate sale of the assets described in the above Articles of Sale, signed by the sole stockholder of the corporation on February 16, 1961, and that the matters set forth in said Articles of Sale 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.

My commission expires
May 1, 1961.

Sara N. Blizzard
Notary Public

SARA N. BLIZZARD NOTARY PUBLIC WICOMICO COUNTY, MD.

STATE OF MARYLAND, COUNTY OF TALBOT, to wit:

I HEREBY CERTIFY that on this 27th day of February, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for Wicomico County, personally appeared William H. Fletcher, and made oath in due form of law that the matters and facts stated in the aforegoing Articles of Sale are true to the best of his knowledge, information and belief, and further acknowledged said Articles of Sale to be his act.

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

My commission expires
May 1, 1961

Sara N. Blizzard
Notary Public

SARA N. BLIZZARD NOTARY PUBLIC WICOMICO COUNTY, MD.

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

LIBER 11 PAGE 317

ARTICLES OF SALE

OF

MCCORD LAUNDRY, INCORPORATED - Transferor

to

WILLIAM H. FLETCHER - Transferee

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

A 8926

Recorded in Liber 4234, folio 206, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....Recording fee paid $.....10.00.....
2.00
12.00 Certificate to Land Rec. Off. of Talbot County

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 and recorded by the State Department of Assessments and Taxation of Maryland.

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

Charles H. Bowen

Rec. No. 84833

LIBER 11 PAGE 318

State of Maryland, Talbot County, To-wit: Received the .....1st..... *day of* .....June..... *A.D. 19*61*., at* 9:00 *o'clock* A..M. *to be recorded, and same day recorded in Liber* .....JTB *No.* ....11..... *folio* ....., *one of the* .....Corporation *Record Books of Talbot County,*

Per .....John T. Baynard.....
Clerk.

RESOLUTION CHANGING ADDRESS OF RESIDENT AGENT OF MENU-READY FOODS, INC.

BE IT RESOLVED, by the Board of Directors of Menu-Ready Foods, Inc., a Maryland Corporation, that the address of said Corporation's resident agent, as set forth in Article FOURTH of the Corporation's Articles of Incorporation, be and it is hereby changed from Stewart Building, Easton, Maryland, to:

Easton National Bank Building
Goldsborough Street
Easton, Maryland

Said resident agent shall continue to be William H. Adkins, II, who is a citizen of the State of Maryland and actually residing therein.

Certified to be a true copy of a Resolution duly adopted by the Board of Directors of Menu-Ready Foods, Inc., on January 31, 1961, and recorded among the minutes of said Board. The undersigned is custodian of said minutes.

William H. Adkins, II
Secretary

MENU-READY FOODS, INC. INCORPORATED 1959 MARYLAND

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

Examined & Mailed to William H. Adkins II 6-28-61

LIBER 11 PAGE 319

NOTICE OF CHANGE OF ADDRESS OF RESIDENT AGENT

OF

MENU-READY FOODS, INC.

received for record February 9, 1961 , at 9:31 A.M.

and recorded in Liber F No. 230 Folio No. 419 one of

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

Clerk of the Circuit Court of Talbot County

AA № 653

Recording Fee Paid $2.00

Rec. No. 84834

LIBER 11 PAGE 320

State of Maryland, Talbot County, To-wit: Received the 1st day of June A.D. 19 61, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County.

Per John T. Baynard
Clerk.

RESOLUTION CHANGING ADDRESS OF RESIDENT AGENT OF FOOD SERVICE INSTITUTE, INC.

BE IT RESOLVED, by the Board of Directors of Food Service Institute, Inc., a Maryland Corporation, that the address of said Corporation's resident agent, as set forth in Article FOURTH of the Corporation's Articles of Incorporation, be and it is hereby changed from Stewart Building, Easton, Maryland, to:

Easton National Bank Building
Goldsborough Street
Easton, Maryland

Said resident agent shall continue to be William H. Adkins, II, who is a citizen of the State of Maryland and actually residing therein.

Certified to be a true copy of a Resolution duly adopted by the Board of Directors of Food Service Instutute, Inc., on January 31, 1961, and recorded among the minutes of said Board. The undersigned is custodian of said minutes.

William H. Adkins, II
Secretary

FOOD SERVICE INSTITUTE INCORPORATED 1955 MARYLAND

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

Examined & Marked to William H. Adkins, II - 7-28-6

LIBER 11 PAGE 321

NOTICE OF CHANGE OF ADDRESS OF RESIDENT AGENT

OF

FOOD SERVICE INSTITUTE, INC.

received for record February 9, 1961 , at 9:31 A.M.

and recorded in Liber F No. 230 Folio No. 421 one of

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

Clerk of the Circuit Court of Talbot County

AA № 654

Recording Fee Paid $2.00

State of Maryland, Talbot County, To-wit: Received the 7th day of July A.D. 19 61, at 9:00 o'clock A. M. to be recorded and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County.

Per John T. Baynard
Clerk.

Rec. No. 85353

Incorporators: Charles E. Wheeler, Ernest M. Thompson & Meta T. Wallace, Miller, Wheeler, Thompson & Thompson 7-28-61

ARTICLES OF INCORPORATION

OF

WILLIS SALES, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Charles E. Wheeler, whose postoffice address is Box 1209, Easton, Maryland, Ernest M. Thompson, whose postoffice address is Box 1209, and Meta T. Wallace, whose postoffice address is Box 1209, 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 presents.

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

WILLIS SALES, INC.

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

(a) To conduct, engage and generally deal in the business of buying, selling, importing, exporting, manufacturing, lithographing, designing and patenting paper boxes, cartons, labels, tickets and stickers of all kinds and for all purposes, to carry on any related business, and to acquire any real or personal property necessary to conduct such business.

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

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

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

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

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

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold,

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

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

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

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

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

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

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

pressed, 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 399, Easton, Maryland. The resident agent of the Corporation is William S. Willis, whose postoffice address is Box 399, 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 (1000) shares of the par value of One Hundred ($100.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand ($100,000.00) Dollars.

SIXTH: The Corporation shall have three directors and William S. Willis, William S. Willis, Jr. and Shirley Shortall 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 two-thirds of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

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

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

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

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

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 9th day of March, 1961.

WITNESS:

Barbara A. Hart — Charles E. Wheeler

Barbara A. Hart — Ernest M. Thompson

Barbara A. Hart — Meta T. Wallace

STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 9th day of March, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for Talbot County aforesaid, personally appeared Charles E. Wheeler, Ernest M. Thompson and Meta T. Wallace, 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.

NOTARY PUBLIC TALBOT COUNTY, MARYLAND

Barbara A. Hart
Notary Public

LIBER 11 PAGE 331

ARTICLES OF INCORPORATION

OF

WILLIS SALES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 10, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 9098

Recorded in Liber F 236, folio 148, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 18.00

To the clerk of the Circuit Court of Talbot County

It is certified, that the within instrument, together with all endorsements thereon has been duly recorded by the State Department of Assessments and Taxation of Maryland.

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

Charles O. Bangs

LIBER 11 PAGE 332

State of Maryland, Talbot County, To-wit: Received the 7th day of July A.D. 19 61 at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

Rec. No. 85354

ARTICLES OF INCORPORATION
OF
J. C. DODD DISTRIBUTING COMPANY

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, John C. Dodd, Jr., whose post office address is Easton, Maryland, J. Howard Anthony, whose post office address is Easton, Maryland, and Lee S. Gillis, whose post 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 J. C. DODD DISTRIBUTING 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 buy, sell, hold, store, manufacture, distill, brew, distribute, warehouse and otherwise in all manner deal in and with liquors, wines, vinous liquors, malts, beers, ales, brandies, and cordials and other spirituous and fermented and distilled alcoholic beverages and by-products thereof and such other commodities as are or may be used and employed in and about the selling, distribution, storage, warehousing, and disposing of the aforesaid products.

(b) To buy, lease, build, own, hold, equip, mortgage, sell and otherwise deal with any and all types of warehouses, offices, storage houses, display rooms, bill boards, signs and other advertising equipment, trucks, automobiles, loading devices and all other structures or equipment necessary or desirable for the wholesale or retail distribution and sale or other activity in connection with the handling of alcoholic beverages of all types for distribution.

(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

Recorded & mailed to Lee S. Gillis 7-28-61

business which may seem in 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, to 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 Lee S. Gillis, 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 John C. Dodd, Jr., J. Howard Anthony and Lee S. Gillis 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 of common stock, divided into Ten Thousand (10,000) 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 nor 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 16th day of March, A.D. 1961.

WITNESS:

Elizabeth B. Holland as to John C. Dodd, Jr.
Elizabeth B. Holland

Elizabeth B. Holland as to J. Howard Anthony
Elizabeth B. Holland

Elizabeth B. Holland as to Lee S. Gillis
Elizabeth B. Holland

STATE OF MARYLAND, TALBOT COUNTY, to wit:

THIS IS TO CERTIFY, That on this 16th day of March, A.D. 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared John C. Dodd, Jr., J. Howard Anthony and Lee S. Gillis, to me personally known, and severally acknowledged the aforegoing Articles of Incorporation

to be their act.

AS WITNESS my hand and Notarial Seal.

Dorothy L. Saulsbury
Notary Public
Dorothy L. Saulsbury

DOROTHY L. SAULSBURY NOTARY PUBLIC TALBOT COUNTY

My commission expires: May 1, 1961

LIBER 11 PAGE 336

ARTICLES OF INCORPORATION

OF

J. C. DODD DISTRIBUTING COMPANY

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

A 9202

Recorded in Liber F 237 folio 86, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

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

To the clerk of Court of Talbot County

IT [illegible] that the within instrument, together with all endorsements thereon, has bee[illegible]corded by the State Department of Assessments and Taxation of Mar[illegible]

AS WI[illegible]nd seal of the said Department at Baltimore.

Charles O. Burton

State of Maryland, Talbot County, To-wit: Received the 7th day of July A.D. 19 61 at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

Rec. No. 85355

ARTICLES OF INCORPORATION

OF

TALBOT ELECTRICAL SERVICE & SUPPLY COMPANY, INCORPORATED

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Weems E. Estelle, whose post-office address is RD Peachblossom, Easton, Maryland, Howard E. Walker, whose postoffice address is RFD Waverly, Easton, Maryland, and William Reddie, whose postoffice address is Stewart Building, 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

TALBOT ELECTRICAL SERVICE & SUPPLY COMPANY, INCORPORATED

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

(a) To engage in the business of buying, selling, trading, distributing, manufacturing and dealing in electrical, electronic and communication machinery, equipment, supplies, parts and material, both at wholesale or retail, as broker or agent or on its own account, and the buying, selling, dealing in and manufacturing of all other kinds of goods, products and merchandise.

(b) 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.

(c) To buy, or to otherwise acquire, own, hold, manage and control real and personal property of every description, including its own stock and stock in any other corporations, and to sell and convey, mortgage, pledge, lease or otherwise dispose of such property or any part thereof, and to lend money either upon or without security.

(d) To buy, sell, distribute and install air conditioning equipment, oil burners and fuel storage tanks, and to buy and sell oil fuel.

Received & Mailed to William Reddie 7-28-61

(e) To apply for, obtain, register, purchase, lease or otherwise 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 or 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.

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

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

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

FOURTH: The postoffice address of the principal office of the Corporation in this State is U. S. Route 50, Easton, Talbot County, Maryland. The resident agent of the Corporation is Howard E. Walker whose postoffice address is RFD Waverly, 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 three hundred thousand (300,000) shares of the par value of Fifty Cents (50¢) 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 Weems E. Estelle, Howard E. Walker 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 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 corporations; any directors, individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director of such other corporation, or officer, or who is so interested may be counted in determining the existance of a quorum at any meeting of the Board of Directors of this Corpora-

tion, which shall authorize any such contracts or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have the power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part, of 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 securities of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

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

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on March 8, 1961.

WITNESS:

Beverly S. Willin — Weems E. Estelle (SEAL)

Beverly S. Willin — Howard E. Walker (SEAL)

Beverly S. Willin — William Reddie (SEAL)

STATE OF MARYLAND, TALBOT COUNTY, TO-WIT:

I HEREBY CERTIFY, That on this 8th day of March, 1961, before me, the subscriber, a Notary Public in and for the said State and Caroline County ~~aforesaid~~, personally appeared Weems E. Estelle, Howard E. Walker and William

Reddie and each of them did acknowledge the aforegoing Articles of Incorporation to be their respective act.

AS WITNESS my hand and Notarial Seal.

Beverly S. Willin - Notary Public

BEVERLY S. WILLIN
NOTARY PUBLIC
CAROLINE COUNTY, MD.

My Commission Expires:

May 4, 1961

LIBER 11 PAGE 342

ARTICLES OF INCORPORATION

OF

TALBOT ELECTRICAL SERVICE & SUPPLY
COMPANY, INCORPORATED

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

A 9081

Recorded in Liber F236, folio 61, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 30.00 Recording fee paid $ 10.00

To the clerk of th[illegible] Court of Talbot County

IT IS H[illegible] the within instrument, together with all endorsements thereon, has been re[illegible]d by the State Department of Assessments and Taxation of Maryland.

AS WITN[illegible]l of the said Department at Baltimore.

[illegible]

LIBER 11 PAGE 343

State of Maryland, Talbot County, To-wit: Received the 7th day of July A.D. 19 61, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record books of Talbot County,

Per John T. Baynard
Clerk.

Rec. No. 85356

W. H. FLETCHER, INC.

STOCK ISSUANCE STATEMENT

W. H. Fletcher, Inc., a Maryland corporation having its principal office at 120 S. Washington Street, in Easton, Talbot County, Maryland, (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation, that:

FIRST: The Corporation has authorized the issuance of six hundred and seventy (670) fully paid and non-assessable shares of the par value of One Hundred ($100.00) Dollars per share of Common Stock of the Corporation for the following consideration, namely;

A consideration payable partly in money at the price of One Hundred ($100.00) Dollars per share, or an aggregate consideration or price payable in money of Twenty-five Thousand ($25,000.00) Dollars, and partly by the following consideration other than money, the value of which, as determined by the Board of Directors, is not less than Forty-two Thousand ($42,000.00) Dollars.

15 trucks	$ 31,000.00
Inventory of supplies	6,000.00
Covenants not to compete	5,000.00

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 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 February 27, 1961.

MILLER, WHEELER, THOMPSON & THOMPSON, EASTON, MARYLAND

Examined & Mailed by Miller, Wheeler, Thompson & Thompson 7-28-61

IN WITNESS WHEREOF, W. H. Fletcher, Inc. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary, on the 27th day of February, 1961.

W. H. FLETCHER, INC.

BY: William H. Fletcher
William H. Fletcher, President

ATTEST:

Virginia M Wallace
Virginia Wallace, Secretary

STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 7th day of March 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared William H. Fletcher, President of W. H. Fletcher, 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 Virginia Wallace 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, 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.

Mita I. Wallace
Notary Public

My commission expires May 1, 1961.

LIBER 11 PAGE 345

STOCK ISSUANCE STATEMENT

OF

W. H. FLETCHER, INC.

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

A 9038

Recorded in Liber F035, folio 445, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

Charles P. Martin

LIBER 11 PAGE 346

State of Maryland, Talbot County, To-wit: Received the 7th day of July A.D. 1961, at 9:00 o'clock A.M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County,

Per John T. Baynard
Clerk.

Rec. No. 85357

TRED AVON YACHT SALES, INC.

STOCK ISSUANCE STATEMENT

Tred Avon Yacht Sales, Inc., a Maryland corporation having its principal office in Talbot County, Maryland, (hereinafter called a Corporation,) hereby certifies to the State Department of Assessments and Taxation that:

FIRST: (a) The Corporation has authorized the issuance of fifty (50) fully paid and non-assessable shares of its common stock, without par value, to Mr. Sigurd N. Hersloff, Jr., for the following consideration, the actual value of which, as determined by the Board of Directors, is not less than $200: Services rendered the Corporation in connection with its formation and organization.

(b) The Corporation has authorized the issuance of fifty (50) fully paid and non-assessable shares of its common stock, without par value, to Mr. Howard N. German, for the following consideration, the actual value of which, as determined by the Board of Directors, is not less than $200: Services rendered the Corporation in connection with its formation and organization.

SECOND: (a) At the time of authorization of issuance of such stock there were no shares of stock of any class 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 February 23, 1961.

Returned & mailed to Henry, Henry & Adkins 8-17-61

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

IN WITNESS WHEREOF, TRED AVON YACHT SALES, INC., has caused these presents to be signed in its name and on its behalf by its President, Laurence Paul Fishell, and its corporate seal to be hereunto affixed and attested by its Secretary, Harry L. German, on February 23, 1961.

ATTEST: Harry L. German
Harry L. German,
Secretary

TRED AVON YACHT SALES, INC.

By: Laurence Paul Fishell
Laurence Paul Fishell,
President

STATE OF MARYLAND, TALBOT COUNTY, to wit:

I HEREBY CERTIFY, that on this 23rd day of February, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for ~~the~~ Wicomico county ~~aforesaid~~, personally appeared Laurence Paul Fishell, President of Tred Avon Yacht Sales, Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the aforegoing stock issuance statement to be the corporate act of said corporation.

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

SARA N. BLIZZARD NOTARY PUBLIC WICOMICO COUNTY, MD.

My commission expires: May 1, 1961.

Sara N. Blizzard
Notary Public

STATE OF MARYLAND, TALBOT COUNTY, to wit:

I HEREBY CERTIFY, that on this 23rd day of February, 1961, before me, the subscriber, a Notary Public of the State of Maryland in and for ~~the~~ Wicomico county ~~aforesaid~~, personally appeared Harry L. German, and made oath in due form of law that he was Secretary of the meeting of the Board of Directors of Tred Avon Yacht Sales, Inc., at which the issuance of the stock above mentioned was finally approved, and that the matters and facts set forth in the

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

aforegoing stock issuance statement are true to the best of his knowledge, information, and belief.

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

SARA N. B. NOTARY PUBLIC WICOMICO COUNTY, MD.

My commission expires: May 1, 1961.

Sara N. Blizzard
Notary Public

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON MARYLAND

LIBER 11 PAGE 349

STOCK ISSUANCE STATEMENT

OF

TRED AVON YACHT SALES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 2, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 8949

Recorded in Liber F234, folio 320, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

Charles Wooten

LIBER 11 PAGE 350

State of Maryland, Talbot County, To-wit: Received the 20th day of July A.D. 1961, at 9:00 o'clock A. M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County.

Per John T. Baynard
Clerk.

Rec. No. 8555-28

Charles E. Mullikin & Oliver E. Mullikin 8-12-61

TALBOT PONY LEAGUE, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Maurice Newnam, III, whose post office address is Easton, Maryland; Sheldon Dietert, whose post office address is Easton, Maryland; and Alfred Bennett, whose post office address is Easton, Maryland, all being over the age of twenty-one (21) years, 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 PONY LEAGUE, INC.

THIRD: The purpose of the Corporation is to teach the youth of Talbot County to grow up with a strength of character that will not only implant in them the will to win, but also the courage to sustain defeat.

FOURTH: The business of the Corporation shall be carried out by a Board of Directors consisting of two (2) members, one (1) manager and two (2) coaches of each sponsoring organization. The sponsoring organization shall elect two (2) members to serve as Directors prior to November 1st in each calendar year. All Directors will serve a term of one (1) year, but are eligible for re-election.

FIFTH: There shall be an annual meeting during the month of November in each year and such other meetings as the Board of Directors may direct; provided that notice of all meetings be sent by the Secretary to the membership at least ten (10) days prior to said meetings.

SIXTH: At the annual meeting the Board of Directors shall elect a President, Vice President, Secretary and Treasurer, who shall serve a term of one (1) year and carry out such duties as are set out in the By-Laws.

SEVENTH: The Corporation shall have the authority to provide, organize and supervise competitive athletic games for the youth of the Talbot County, Maryland, area.

EIGHTH: The Corporation may 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, requirements, or business.

The aforegoing enumeration of the purposes, requirements 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, requirement, 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.

NINTH: 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 resident agent of the Corporation is Maurice Newnam III, whose post office address is Newnam's Funeral Home, Easton, Maryland, said resident agent is a citizen of the State of Maryland and actually resides therein.

TENTH: The Corporation shall have not less than three (3), nor more than fifty (50) Directors and Maurice Newnam, III, Sheldon Dietert and Alfred Bennett shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

ELEVENTH: There shall be no authorized capital stock of the said Corporation.

TWELFTH: The Corporation shall be a non-profit organization.

IN WITNESS WHEREOF we have signed these Articles of Incorporation.

Witness:
as to all signatures

Helen K. Plummer
(Helen K. Plummer)

Maurice Newnam III
(Maurice Newnam, III)

Sheldon Dietert
(Sheldon Dietert)

Alfred Bennett
(Alfred Bennett)

STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 18th day of April, in the year one thousand nine hundred and sixty-one, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Maurice Newnam, III, Sheldon Dietert, and Alfred Bennett and severally acknowledged the aforegoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

Helen K. Plummer
(Helen K. Plummer)
Notary Public

LIBER 11 PAGE 353

ARTICLES OF INCORPORATION

OF

TALBOT PONY LEAGUE, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland April 19, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 9661

Recorded in Liber 41, folio 374, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Talbot County

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

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

Charles P. Lynton

LIBER 11 PAGE 354

State of Maryland, Talbot County, To-wit: Received the 20th day of July A.D. 19 61, at 9:00 o'clock A.M. to be recorded, and same day recorded in Liber JTB No. 11 folio ....., one of the Corporation Record Books of Talbot County.

Per John T. Baynard
Clerk.

Examined and mailed to Miller, Wheeler, Thompson and Thompson 8-17-61

Rec. No. 85529

ARTICLES OF INCORPORATION

OF

SHORE HOMES [redacted], INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Charles E. Wheeler, whose postoffice address is Box 1209, Easton, Maryland, Edward T. Miller, whose postoffice address is Box 1209, Easton, Maryland, and Meta T. Wallace, whose postoffice address is Box 1209, 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 presents.

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

SHORE HOMES [redacted], INC.

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

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

(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 licences in respect of, sell and otherwise turn to account, the same.

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

(h) To guarantee the payment of dividends upon any shares of stock of,

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

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

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

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

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

the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The postoffice address of the principal office of the corporation in this State is Box 821, Easton, Maryland. The resident agent of the corporation is James C. Latham, whose postoffice address is Box 821, 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 (1000) shares of the par value of One Hundred ($100.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand ($100,000.00) Dollars.

SIXTH: The corporation shall have three directors and Harry C. Reynolds, Jr., Daniel J. Gannon and James C. Latham 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 regulatingthe 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 of 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 two-thirds of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(e) No holders of stock of the corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the corporation, nor any right of subscription to any thereof other than such; if any, 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 28th day of March, 1961.

WITNESS:

Barbara A. Hart	Charles E. Wheeler
Barbara A. Hart	Edward T. Miller
Barbara A. Hart	Meta T. Wallace

STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 28th day of March, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for TalbotCounty aforesaid, personally appeared Charles E. Wheeler, Edward T. Miller and Meta T. Wallace, 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.

Barbara A. Hart

Notary Public

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ARTICLES OF INCORPORATION

OF

SHORE HOMES, INC.

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ARTICLES OF INCORPORATION

OF

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