MINUTES OF THE FIRST MEETING OF THE INCORPORATORS AND SUBSCRIBERS

OF

OMNI INVESTMENT CORPORATION

held at No. 50 Talbert Drive in the Surburban Trust Company Building, Oxon Hill, State of Maryland, on the 10th day of July, 1963, at seven o'clock in the evening,

Mr. Wayne J. Hilmer, a subscriber to the Certificate of Incorporation of this Corporation, called the meeting to order.

On motion duly made, seconded and carried,

Mr. Wayne J. Hilmer was elected Chairman of the Meeting, and Lelia Ann Hilmer Secretary thereof.

Both accepted their respective offices, and proceeded with the discharge of their duties.

The Secretary then called the roll and found that the following incorporators and subscribers to the capitol stock were present in person:

NAME	ADDRESS	NUMBER OF SHARES
Wayne J. Hilmer	- 5200 Oakcrest Drive, S. E., Oxon Hill 21, Md.	10
Carroll A. Hilmer	- 5123 Oakcrest Drive, S. E., Oxon Hill 21, Md.	-
Lelia Ann Hilmer	- 5200 Oakcrest Drive, S. E., Oxon Hill 21, Md.	-
**Marian Virginia Perrie	- Westwood, Maryland	115

A written waiver of notice of the time and place of holding the present meeting, signed by all the incorporators and subscribers to the capitol stock of this Company was then presented and read by the Secretary, and same was ordered filed and spread at length upon the minutes.

The Secretary then presented and read to the Meeting a copy of the Certificate of Incorporation of the Company and reported that on the 27th day of June, 1963, the original thereof was duly filed and recorded, that the organization tax had been duly paid and that a receipt therefor had been issued on the 27th day of June, 1963, and that a copy of said Certificate had been duly filed in the office of the Clerk of the County of Prince George's

Upon motion duly made and carried, it was

RESOLVED, that said report be accepted as correct, and the Secretary directed to spread a copy of such certificate and receipt at length upon the minutes of this

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** G. Rodgers Naylor, Jr. shall be the holder of Marian Virginia Perrie's proxy to vote her stock.

Meeting.

The meeting then proceeded to the election of three (3) directors to hold office for a term of one (1) year, and until their successors shall be elected and shall qualify.

The following were nominated and seconded to be directors:

Mr. Wayne J. Hilmer
Mr. Carroll A. Hilmer
Lelia Ann Hilmer

There were no other nominations.

Upon motion duly made, seconded, and unanimously carried, the nominations were closed.

The Chairman thereupon declared that by unanimous vote of the Stockholders Mr. Wayne J. Hilmer, Mr. Carroll A. Hilmer and Lelia Ann Hilmer had been duly elected directors of the Corporation, to serve for the term of one (1) year, and until their successors shall be elected and shall qualify.

Upon motion duly made by Mr. Carroll A. Hilmer, seconded and carried, and by the affirmative vote of all present, it was

RESOLVED, that the Board of Directors be and they are hereby authorized to issue all of the unsubscribed capital stock of this Corporation at such time and in such amounts as shall be determined by theBoard, and to accept in payment thereof money, labor done, or such property as the Board of Directors may determine may be necessary for the use and lawful purposes of the Corporation.

The Chairman then submitted for the consideration of the meeting, a set of proposed by-laws.

The same were taken up, read and considered, clause by clause, and adopted as the by-laws of the corporation.

On motion duly made and carried, the Secretary was directed to append the said By-Laws at length in the minute book.

There being no further business before the meeting, the same was, on motion, duly adjourned.

Dated, the 10th day of July, 1963.

Lelia Ann Hilmer
Secretary of Meeting

Chairman of Meeting