

Articles of Incorporation

EASTERN SHORE SAILING ASSOCIATION, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Donald E. McShane whose post office address is Route 1, Box 84, Riverside Drive Extended, Salisbury, Maryland and Stedman W. Smith, whose post office address is North Pinehurst Avenue, Salisbury, Maryland, and James H. Hillman, III, whose post office address is Manor Drive, Salisbury, Maryland, all being at least eighteen (18) years of age do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporation, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

SECOND: That the name of the corporation (hereinafter referred to as the Corporation" and/or the "Association") is

EASTERN SHORE SAILING ASSOCIATION, INC.

THIRD: The purposes for which the Association is formed are as follows: To organize and operate a Corporation exclusively for educational, charitable, promotional, and propagational purposes in connection with sailing and all matter of sailing activities, including but not limited to, the organizing and conducting of racing and cruising events, no part of the net earning of which is to inure to the benefit of any member or other individual; to work for the better appreciation of sailing and the basic skills of seamanship that the sport of sailing fosters and the preservation of an environment conducive thereto, and the education of the public thereof.

For the general purposes aforesaid, and limited to those purposes, the Association shall have the following powers and purposes:

- (a) To promote and foster the activity of sailing; to cooperate with and assist other organizations and other persons having similar objectives and purposes; and to do any and all things and take any and all actions which may be necessary, convenient or desirable in order to cooperate with all interested educational bodies.
- (b) To maintain one or more offices, employ one or more persons and acquire, hold, use and transfer property of any and all kinds as may be necessary or desirable in furtherance of its objects and purposes aforesaid.

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

FOURTH: The post office address of the principal office of the Corporation in this State is in care of Donald E. McShane, 314 West Carroll Street, Salisbury, Maryland. The resident agent of the Corporation is Russell C. Dashiell, Fr., whose post office address is 124 East Main Street, Salisbury, Maryland. Said resident agent is a citizen of the State of Maryland actually resides therein.

FIFTH: The Corporation is not authorized to issue any capital stock. Any person who is interested in sailing and sailing activities, who is eighteen years or older, shall be eligible for membership in the Association; provided, however, that the Executive Committee (Board of Directors) shall be the sole and final judge of eligibility of each proposed member, in accordance with the By-Laws of the Association. The first members of the Association shall be the Executive Committee named in Article Sixth hereof.

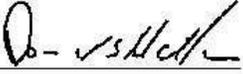
The number of members of the Association shall not be limited; each member shall be entitled to one vote at all membership meetings held in accordance with the By-Laws of the Association; and the annual membership dues for each member shall be Five Dollars (\$5.00) per year unless and until the amount of such dues shall be changed, in accordance with the By-Laws of the Association by two-thirds (2/3) vote of the Executive Committee of the Association.

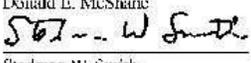
SIXTH: The Corporation shall be governed and directed by the Board of Directors which shall be known as the Executive Committee consisting of seven members who shall be elected by the members or appointed by other members of the said Board of Directors in accordance with the By-Laws of the Association. Until the first meeting of the members, and until their successors are duly chosen and qualified, the following shall act as the Executive Committee of the Association.

Donald E. McShane
Stedman W. Smith
James H. Hillman, III

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on February 15, 1977

 (SEAL)

Donald E. McShane
 (SEAL)
Stedman W. Smith

 (SEAL)
James H. Hillman III

