

ARTICLES OF INCORPORATION
OF
RANDOLPH CIVIC FOUNDATION, INC.
A TAX-EXEMPT NONSTOCK CORPORATION

THIS IS TO CERTIFY THAT:

FIRST: The undersigned incorporator, RICHARD ZIERDT, whose address is 4707 Coachway Drive, North Bethesda, MD 20852, being at least eighteen (18) years of age, does hereby form a corporation under and by virtue of the general laws of the State of Maryland.

SECOND: The name of the Corporation (the "Corporation") is: RANDOLPH CIVIC FOUNDATION, INC.

THIRD: A. The purpose of the Corporation is to foster and encourage the improvement, betterment and beautification of the greater Randolph community, to the extent those activities do not violate paragraph B hereinbelow.

B. The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code.

C. The Corporation shall be authorized to purchase or otherwise acquire and to hold, own, mortgage or otherwise lien, ledge, lease, sell, assign, deal and trade in and with goods, wares, merchandise and personal and real property of any and every class and description, within or without the State of Maryland.

Steven M. Katz, P.A.
401 E. Jefferson Street
Suite 208
Rockville, MD 20850
301-738-8441

FOURTH: The street address of the principal office of the Corporation in Maryland is 4707 Coachway Drive, North Bethesda, MD 20852.

FIFTH: The name of the registered agent of the Corporation in Maryland is RICHARD ZIERDT, whose address is 4707 Coachway Drive, North Bethesda, MD 20852.

SIXTH: The Corporation has no authority to issue capital stock.

SEVENTH: The number of initial directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the bylaws of the Corporation. The names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified

are: GEORGE GADBOIS

KEVIN KLINE

RICHARD ZIERDT

EIGHTH: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to

which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and I acknowledge the same to be my act all as of this 13 day of August, 2007.

INCORPORATOR

Richard Zierdt (SEAL)
RICHARD ZIERDT

I hereby consent to my designation in this document as Resident Agent for the Corporation.

Richard Zierdt (SEAL)
RICHARD ZIERDT

Please return to:
Steven M. Katz, P.A.
401 E. Jefferson Street
Suite 208
Rockville, MD 20850
301-738-8441

Steven M. Katz, P.A.
401 E. Jefferson Street
Suite 208
Rockville, MD 20850
301-738-8441