

ARTICLES OF INCORPORATION

OF

THE FRIENDS OF GUY MASON RECREATION CENTER, INC

FILED
NOV 15 1990
BY: grr

TO: Department of Consumer and Regulatory Affairs, Business Regulation Administration, Corporations Division, 614 H Street, N.W., Washington, D.C. 20001.

We, the undersigned natural persons of the age of eighteen years or more, acting as incorporators of a corporation, adopt the following Articles of Incorporation for such corporation pursuant to the District of Columbia Nonprofit Corporation Act:

FIRST: The name of the corporation is: The Friends of Guy Mason Recreation Center, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The objects and purposes for which the corporation is organized and operated are to cooperate with the municipal authorities of the District of Columbia to preserve, beautify, improve, and maintain the grounds, facilities, and buildings of the Guy Mason Recreation Center. In support of those objects and purposes, the corporation is organized and shall be operated exclusively for charitable purposes within the meaning of sections 170(c)(2)(B), 501(c)(3), 2055(a)(2), and 2522(a)(2) of the Internal Revenue Code (the "Code"). No part of the net earnings of the corporation shall inure to benefit or be distributable to its directors, officers, to other private individuals, or organizations organized and operated for a profit

(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 as hereinabove stated). No substantial part of the activities or the corporation shall be the carrying on of propoganda or otherwise attempting to influence legislation, and the corporation shall be empowered to make the election authorized under section 501(h) of the Code. 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 herein, the corporation shall not carry on any activities not permitted to be carried on:

- (a) by an organization exempt from federal income taxation under section 501(a) of the Code, as an organization described in section 501(c)(3) of the Code; or
- (b) by an organization, contributions to which are deductible under section 170(c)(2), 2055(a)(2), or 2522(a)(2) of the Code.

FOURTH: To further the corporation's objects and purposes, the corporation shall have and shall exercise all the powers conferred by the District of Columbia Nonprofit Corporation Act not without the scope of Article THIRD hereof.

FIFTH: The corporation shall not have members.

SIXTH: The corporation shall not be authorized to issue any capital stock.

SEVENTH: The manner of selecting directors and the number thereof shall be provided in the Bylaws.

EIGHTH: The directors of the corporation shall have full authority, consistent with these Articles and the Bylaws of the corporation, to regulate the internal affairs of the corporation and to establish its policies. On dissolution or final liquidation, the Board of Directors shall, after paying or making provision for the payment of all the lawful debts and liabilities of the corporation, distribute all the assets of the corporation to one or more of the following categories of recipients as the Board of Directors of the corporation shall determine:

(a) a nonprofit organization or organizations, which may have been created to succeed the corporation, as long as such an organization or each of such organizations shall then qualify (1) as a governmental unit under section 170(c)(1) of the Code, or (2) as an organization exempt from federal income taxation under section 501(a) of the Code as an organization described in sections 170(c)(2) and 501(c)(3) of the Code; or

(b) a nonprofit organization or organizations having similar aims and objects as the corporation and which may be selected as an appropriate recipient of such assets, as long as such organization or each of such organizations shall then qualify (1) as a governmental unit under section 170(c)(1) of the Code, or (2) as an

organization exempt from federal income taxation under section 501(a) of the Code as an organization described in sections 170(c)(2) and 501(c)(3) of the Code.

NINTH: References herein to sections of the Code are to provisions of the Internal Revenue Code of 1986, as amended, as those provisions are now enacted or to corresponding provisions of any future United States internal revenue law.

TENTH: The address of the registered office of the corporation in the District of Columbia is:

c/o Ms. Jean Duff
2700 26th Street N.W.
Washington D.C. 20008

The name of the registered agent of the corporation at such address is Jean Duff.

ELEVENTH: The number of directors constituting the initial Board of Directors of the corporation is three and the names and addresses of the persons who are to serve as the initial directors until the first annual meeting or until their successors be elected and qualified are:

Jean Duff
2700 26th Street N.W.
Washington D.C. 20008

Michael Goldstein
2708 35th Place N.W.
Washington D.C. 20008

Nancy Nord
65 Observatory Circle N.W.
Washington D.C. 20008

TWELFTH: The name and address of each incorporator is:

Jean Duff
2700 26th Street N.W.
Washington D.C. 20008

Michael Goldstein
2708 35th Place N.W.
Washington D.C. 20008

Nancy Nord
65 Observatory Circle N.W.
Washington D.C. 20008

Date: November 14, 1990

Jean F. Duff
Jean Duff

Michael Goldstein
Michael Goldstein

Nancy Nord
Nancy Nord

I, M. Brigid Williams, a Notary Public,
 hereby certify that on the 15th day of November
 , 1990, :
 Jean Duff,
 Michael Goldstein, and
 Nancy Nord
 appeared before me and signed the foregoing document as
 incorporators and have averred that the statements
 herein contained are true.

(NOTARY SEAL)

M. Brigid Williams

M. BRIGID WILLIAMS
NOTARY PUBLIC DISTRICT OF COLUMBIA
My Commission Expires October 14, 1995