

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS



C E R T I F I C A T E

THIS IS TO CERTIFY that all applicable provisions of the District of Columbia NonProfit Corporation Act have been complied with and accordingly, this **CERTIFICATE OF INCORPORATION** is hereby issued to:

FRIENDS OF EDGEWOOD RECREATION CENTER

IN WITNESS WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed as of the **13th** day of **October, 2009**.

LINDA K. ARGO
Director

Business and Professional Licensing Administration

A handwritten signature in cursive script that reads "Patricia E. Grays" followed by a horizontal flourish.

PATRICIA E. GRAYS
Superintendent of Corporations
Corporations Division

Adrian M. Fenty
Mayor

ARTICLES OF INCORPORATION

OF

Friends of Edgewood Recreation Center

To:
The Superintendent of Corporations
Department of Consumer and Regulatory Affairs
Business Regulation Administration, Corporations Division
941 North Capital Street, N.E.
Washington, DC 20002

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of a corporation under the NON-PROFIT CORPORATION ACT (D.C. Code, 2001 edition, Title 29, Chapter 3) adopt the following Articles of Incorporation:

FIRST: The name of the corporation is Friends of Edgewood Recreation Center

SECOND: The period of its duration is perpetual.

THIRD: This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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. This Corporation shall be a nonprofit corporation. The specific purposes for which this corporation is organized are: *to provide resources for improving the Edgewood Recreation Center, and to inform the community about scheduled events at the Center.*

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue 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

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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.

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No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these articles.

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.

All references to sections of the Internal Revenue Code shall include such sections as of the date hereof and the corresponding section of any future federal tax code.

FOURTH: A. The corporation shall have members. B. The number of classes the members shall be divided into, names of such classes C. Each class of members will receive determined benefits as stated in the bylaws of this corporation. Members will have voting rights.

FIFTH: The directors of the corporation shall be elected or appointed in accordance with the bylaws of the corporation.

SIXTH: Provisions for the regulation of the internal affairs of the corporation shall be set forth in the bylaws of the corporation.

SEVENTH: The address, including street and number of the initial registered office of the corporation is 1090 Vermont Avenue, N.W., Suite 910, Washington, DC 20005 and the name of the initial registered agent at such address is National Registered Agents, Inc..

EIGHTH: The first Board of Directors shall consist of three members whose names are as follows. The address for each director is c/o Friends of Edgewood Recreation Center , 200 Adams Street NE, Washington, DC, 20002. These directors shall serve until their successors are elected and qualified.

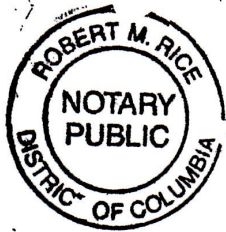
Michael Henderson
Sally Hobaugh
Nancy Darlene Jones

NINTH: The names of the incorporators are Michael Henderson , Sally Hobaugh, and Nancy Darlene Jones. The address for each is c/o Friends of Edgewood Recreation Center , 200 Adams Street NE, Washington, DC, 20002.

Date: 19 September 2009

I, Robert M. Rice, A Notary Public, hereby certify that on the 15th day of September, 2009, Michael J. Henderson, Sally Hobbaugh, and Nancy Darlene Jones appeared before me and signed the foregoing document as incorporators, and have averred that the statements therein contained are true.

(NOTARY SEAL)



ROBERT M. RICE
NOTARY PUBLIC DISTRICT OF COLUMBIA
My Commission Expires November 30, 2010

Robert M. Rice
Notary Public Signature

Commission expires: 11/30/2010

Michael J. Henderson
Michael J. Henderson

Sally Hobbaugh
Sally Hobbaugh

Nancy Darlene Jones
Nancy Darlene Jones

WRITTEN CONSENT TO ACT AS REGISTERED AGENT

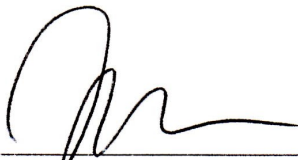
To:
The Superintendent of Corporations
Department of Consumer and Regulatory Affairs
Business Regulation Administration, Corporations Division
941 North Capital Street, N.E.
Washington, DC 20002

BY A LEGALLY AUTHORIZED CORPORATION

National Registered Agents, Inc., an Authorized Corporate Registered Agent in the District of Columbia, per signature of its Vice President, herein consents to act as registered agent for Friends of Edgewood Recreation Center

Date: 9/22/09

National Registered Agents, Inc.

By: 

Jake Varghese, Vice President