

**ARTICLES OF INCORPORATION  
OF  
WILDE LAKE HIGH SCHOOL BOOSTERS FOUNDATION, INC.**

(A Tax-Exempt Non-stock Corporation)

THIS IS TO CERTIFY:

**FIRST:** That the subscriber, Charles Thomas Busch, whose address is 5613 Suffield Court, Maryland 21044, an adult over eighteen (18) years of age, hereby does declare the intention of forming a corporation under the general laws of the State of Maryland authorizing the formation of corporations.

**SECOND:** The name of the corporation (hereinafter referred to as the "Corporation") is: Wilde Lake High School Boosters Foundation, Inc.

**THIRD:** The purpose or purposes for which the Corporation is organized are:

(a) The Corporation is organized exclusively for charitable purposes (as defined in subparagraph (b) of Article NINTH hereof), including the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1996 or the corresponding provisions of any future United States Internal Revenue Law (hereinafter "Section 501(c)(3)," and, more specifically, to receive and administer funds for such charitable purposes, solely for the public welfare, and for no other purposes. In furtherance of such purpose, the Corporation shall empowered: to take and hold, by bequest, devise, gift, purchase or lease, either absolutely or in trust, for any of the forgoing purposes, any property, real, personal or mixed, without limitation as to amount of value, except such limitations, if any, as may be imposed by law; to sell, convey and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expand the income therefrom for any of the before-mentioned purposes, except as may be limited by any limitations as may be contained in the instrument under which such property is received; to receive any property, real, personal or mixed, in trust, under the terms of any will, deed of trust or other trust instrument for any of the foregoing purposes, and in administering the same to carry out the directions and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the principal as well as the income for one or more of such purposes, if authorized and directed in the trust instrument under which it is received, but no gift, bequest or devise of any such property shall be received and accepted if it is conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than a "charitable organization" or for other than "charitable purposes" as such terms are defined in Article NINTH hereof, or as shall, in the opinion of the Board of Directors, jeopardize the federal income exemption of the Corporation pursuant to Section 501(c)(3); to receive, take title to, hold and use the proceeds and income

of stocks, bonds, obligations or other securities of any corporation or corporations, domestic or foreign, but only for any of the fore-going purposes, and, in general, to exercise any, all and every power which a non-stock corporation organized under the applicable provisions of the Annotated Code of Maryland, can be authorized to exercise, but only to the extent the exercise of such powers is in furtherance of charitable purposes.

(b) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, 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 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 any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on other activities not permitted to be carried on (a) by a corporation exempt from federal tax under Section 501(c)(3), or (b) by a corporation the contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

(c) Included among the charitable purposes for which the Corporation is organized, as qualified and limited by subparagraphs (a) and (b) of this Article THIRD, are the following:

- (1) To establish, in cooperation with Wilde Lake High School, programs and activities that complement and extend the educational enrichment of students attending Wilde Lake High School;
- (2) To engage in research, study and analysis, and to publish the results of such study and research;
- (3) To create educational materials and conduct educational activities in support of the general purposes of the Corporation;
- (4) To assist other charitable, educational and social welfare organizations in the conduct of similar activities;
- (5) To grant recognition and awards to individuals and organizations who have contributed to the public interest through advancing the educational endeavors of Wilde Lake High School;
- (6) To establish in the main office of the Corporation or elsewhere all departments and activities necessary to carry out the purposes of the Corporation; and,
- (7) To engage in any and all lawful activities incidental to the forgoing purposes except as restricted herein.

The Foundation will receive and maintain a fund or funds of property (real, personal or mixed) and use and apply the whole or any part of the income therefrom and the principal

thereof for the purposes of the Foundation. The Foundation shall be empowered to engage in such other and further means as may be necessary and proper to accomplish the forgoing objectives and purposes.

**FOURTH:** The Post Office address at which the principal office of the Corporation in the State of Maryland shall be located is 5460 Trumpeter Road, Columbia, Maryland 21044. The Resident Agent of the Corporation is Michael Arden Harrison Maryland citizen and resident, whose address is: 10267 Wilde Lake Terrace Columbia, Maryland 21044.

**FIFTH:** The Corporation is not organized for profit. THE CORPORATION SHALL NOT BE AUTHORIZED TO ISSUE CAPITALSTOCK. Matters relating to the members of the Corporation shall be as set forth in the Bylaws of the Corporation.

**SIXTH:** The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the Bylaws of the Corporation; and the names of the directors who shall act until the first annual meeting and until their successors are duly elected and qualified or until their earlier resignation, removal from office or death, are as follows:

Gerald F. Yetter

Bonita Kirkland

John Thomas Schreck

**SEVENTH:** Upon the dissolution of the Corporation, the assets of the Corporation then remaining in the hands of the Corporation 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.

**EIGHTH:** The Corporation may by its Bylaws make any other provisions or requirements for the arrangement or conduct of the business of the Corporation, provided the same be not inconsistent with these Articles of Incorporation nor contrary to the laws of the State of Maryland or of the United States, provided, however, that no provision of the Bylaws of the Corporation.

**NINTH:** In these Articles of Incorporation:

- (a) The term "charitable organization" means any corporation, trust, fund, foundation, community chest or other entity which is organized and operated

exclusively for charitable purposes, no part of the net earnings of which inures or is payable to or for the benefit of any private shareholder or individual, and no substantial part of the activities of which consists of carrying on propaganda, or otherwise attempting to influence legislation, and which does not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidates for public office. It is intended that the charitable organization described in this Article NINTH shall be entitled to exemption from Federal income tax under Section 501(c)(3).

- (b) The term "charitable purposes" shall be limited to and shall include only religious, charitable, scientific, literary or educational purposes within the meaning of the terms used in Section 501(c)(3) but only such purposes as also constitute public charitable purposes under the laws of the United States, any State or territory of the United States, the District of Columbia or any possession of the United States.

**TENTH:** To the maximum extent Maryland law in effect from time to time permits the liability of directors and officers to be limited or eliminated, no director or officer of the Corporation shall be liable to the Corporation or its members for money damages. Neither the amendment nor repeal of this Article, nor the adoption or amendment of any provision of the Corporation's Articles of Incorporation or Bylaws inconsistent with this Article, shall apply to or affect in any respect to any act or failure to act which occurred prior to such amendment, repeal or adoption.

**ELEVENTH:** (a) To the maximum extent permitted by the laws of the State of Maryland in effect from time to time, and subject to compliance with any procedures and other requirements prescribed by said laws, any person who is or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a director or officer of the Corporation or of a predecessor of the Corporation shall be indemnified by the Corporation against judgments, penalties, fines, settlements and reasonable expenses, including attorney's fees, actual and necessarily incurred by him in connection with such action, suit or proceeding, or in connection with any appeal therein (which reasonable expenses may be paid or reimbursed in advance of final disposition of such suit, action or proceeding).

(b) Neither the amendment nor repeal of this Article, nor the adoption or amendment of any other provision of the Articles of Incorporation or Bylaws of the Corporation inconsistent with this Article, shall apply to or affect in any respect the applicability of this Article with respect to any act or failure to act which occurred prior to such amendment, repeal or adoption.

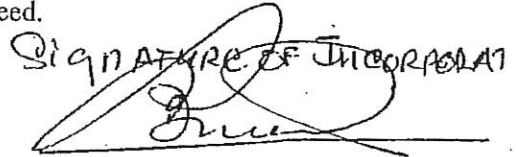
(c) The foregoing right of indemnification and advancement of expenses shall not be deemed exclusive of any other rights of which any officer, director, employee or agent of the Corporation may be entitled apart from the provisions of this Article.

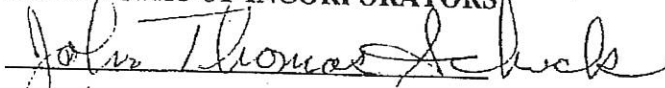
(c) The foregoing right of indemnification and advancement of expenses shall not be deemed exclusive of any other rights of which any officer, director, employee or agent of the Corporation may be entitled apart from the provisions of this Article.

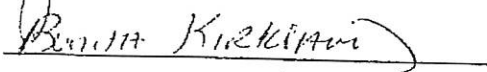
**TWELFTH:** The duration of the Corporation shall be perpetual.

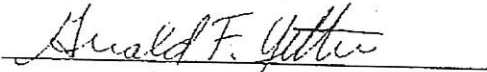
IN WITNESS WHEREOF, I, as Subscriber to these Articles of Incorporation acknowledge, on the 3 day of December 2001, under the penalties of perjury that the matters and facts contained in these Articles of Incorporation are true and correct in all material respects to the best of my knowledge, information and belief, and that the execution of these Articles of Incorporation is my act and deed.

<sup>Directors</sup>  
**SIGNATURES OF INCORPORATORS**

**SIGNATURE OF INCORPORATOR**  


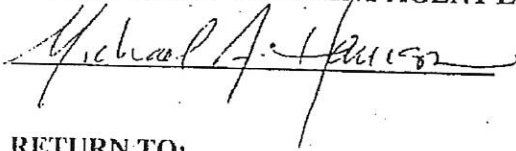






I hereby consent to my designation in this document as resident agent of this corporation.

**SIGNATURE OF RESIDENT AGENT LISTED IN FIFTH:**



**RETURN TO:**

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Columbia, MD 21044