

ARTICLES OF INCORPORATION
OF
FRIENDS OF THE LIBRARY
MONTGOMERY COUNTY, MARYLAND, INC.

I, Charles D. Andersen, residing at 8619 Lancaster Drive, Bethesda, Maryland 20814, being at least 18 years of age, and desiring to form a corporation under the General Laws of the State of Maryland, do hereby certify:

First: The name of the Corporation shall be: Friends of the Library, Montgomery County, Maryland, Inc.

Second: The period of duration of the Corporation shall be perpetual.

Third: 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Fourth: The number of trustees constituting the initial Board of Trustees shall be three, and the names and addresses of the persons who are to serve as the initial trustees until the first annual meeting of the members are as follows:

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| Charles D. Andersen | 8619 Lancaster Dr. Bethesda, Md. 20814 |
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| Charles F. Eason, Jr. | 4423 Montgomery Ave. Bethesda, Md. 20814-4491 |
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| James B. Adler | 6925 Armat Dr. Bethesda, Md. 20817 |
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LAW OFFICES

CHARLES F. EASON, JR.
4423 MONTGOMERY AVENUE
BETHESDA, MARYLAND
20814-4491

Fifth: 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 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 of 1954 (or the corresponding provision of any other future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Sixth: Upon the dissolution of the Corporation, the Board of Trustees, shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such

organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas 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 for such purposes.

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

Eighth: The initial registered office of the Corporation in the State of Maryland is at 99 Maryland Avenue, Rockville, Montgomery County, Maryland 20850.

Ninth: The initial registered agent of the Corporation is Charles F. Eason, Jr., Esq., and his address is 4423 Montgomery Avenue, Bethesda, Montgomery County, Maryland 20814-4491.

In witness whereof, I have hereunto subscribed my name this 23rd day of February, 1983.

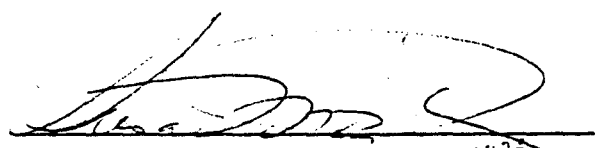
Charles D. Andersen (SEAL)

CHARLES D. ANDERSEN

State of Maryland)
) S. S.
 County of Montgomery)

I, the undersigned officer, do certify that the foregoing Articles of Incorporation were this day produced before me in the aforesaid State and County by CHARLES D. ANDERSEN and acknowledged by him to be his act and deed.

Given under my hand and seal this 23rd day of February, 1983.



My Commission Expires July 1, 1984