



COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

Office of the Clerk

October 12, 2010

ROBERT A BROWN
BROWN & BROWN
PO BOX 185
MIDDLEBURG, VA 20118

RECEIPT

RE: LOUDOUN LAURELS

ID: 0728793 - 1

DCN: 10-10-12-0006

Dear Customer:

This is your receipt for \$75.00, to cover the fees for filing articles of incorporation with this office.

The effective date of the certificate of incorporation is October 12, 2010.

If you have any questions, please call (804) 371-9733 or toll-free in Virginia, 1-866-722-2551.

Sincerely,

Joel H. Peck
Clerk of the Commission

CORPRCPT
NEWCD
CIS0313

Law Office

BROWN & BROWN

PO Box 185, 103-B West Federal Street, Middleburg, Virginia 20118
p 540-687-4285 — 888-524-3055 f
a professional limited liability company

William G. Brown IV

Robert A. Brown

October 8, 2010

State Corporation Commission
P.O. Box 1197
Richmond, Virginia 23209

101012 0006

RECORDED
2010 OCT 12 10 52 AM '10

Re: LOUDOUN LAURELS

Dear Sirs:

I have enclosed the *Articles of Incorporation* of the above-referenced non-stock corporation, along with a check for \$75.00 for the recordation and filing of this document.

Thank you for your consideration in this matter.

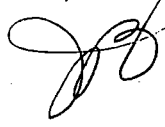
Sincerely,



Robert A. Brown

Enclosures, as stated

50
25
75

10/12/2010


07287931

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND, OCTOBER 12, 2010

The State Corporation Commission has found the accompanying articles submitted on behalf of

LOUDOUN LAURELS

to comply with the requirements of law, and confirms payment of all required fees. Therefore, it is ORDERED that this

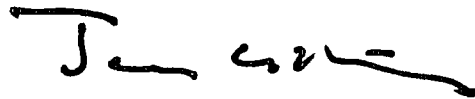
CERTIFICATE OF INCORPORATION

be issued and admitted to record with the articles of incorporation in the Office of the Clerk of the Commission, effective October 12, 2010.

The corporation is granted the authority conferred on it by law in accordance with the articles, subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



James C. Dimitri
Commissioner

**ARTICLES OF INCORPORATION
OF**

LOUDOUN LAURELS

The undersigned does hereby establish a NON-STOCK corporation under the provisions of Chapter 10, Title 13.1 of the Code of Virginia, and to that end, for the purposes hereinafter enumerated.

A. The name of the corporation is: LOUDOUN LAURELS

B. The purpose for which the corporation is organized is to honor outstanding individuals and organizations whose contributions to Loudoun County, Virginia, deserve emulation and recognition, thereby fostering a sense of community that enriches the lives of the county's citizens; and further that the corporation shall have the power to carry on any business not prohibited by law or required to be stated in these articles, whether related to the initial purpose of said corporation or otherwise. And to accomplish the foregoing, the corporation shall have the power to do all and everything necessary, suitable and proper for the carrying on of any such business or the attainment of any such object or the furtherance of any of the powers herein created for said corporation, either alone or in association with other corporations, firms, or individuals, and to do every act or acts, thing or things, incidental or pertinent to or growing out of or connected with the said business or powers or any part or parts thereof, provided the same be not inconsistent with the laws under which this corporation is organized.

Said organization 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 ("IRC"), or corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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 this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the IRC, or corresponding

section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the IRC, or corresponding section of any future federal tax code.

C. The business address of the initial registered office is 103-B West Federal Street, P.O. Box 185, Middleburg, Virginia 20117. The name of the county in which the initial registered office is located is Loudoun. The name of its initial registered agent is Robert A. Brown, who is a resident of Virginia, a member in good standing of the Virginia State Bar, and whose business office is the same as the registered office of the corporation.

D. The number of directors constituting the initial board of directors shall be four, the directors shall select their successors, and the name and address of the initial directors are:

Mr. Randall L. Kelley	44045 Riverside Parkway Leesburg, Virginia 20176
Mr. Joseph L. Boling	111 West Washington Street Middleburg, Virginia 20117
Dr. Kathleen Saylor	1501 Edwards Ferry Road, NE Leesburg, Virginia 20176
Mr. Daniel S. Morrow	P.O. Box 343 Waterford, Virginia 20197

E. The duration of the corporation shall be perpetual.

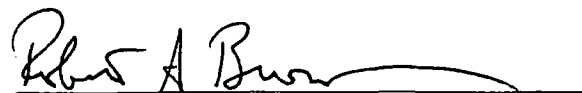
F. This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

G. The corporation is to have no members.

H. Upon dissolution of this corporation the assets of the corporation will be distributed to another 501(c)(3) entity as required by the provisions as set forth in section 501(c)(3) of the IRC, as further outlined in IRS Publication 557.

I. The corporation is prohibited from the intervention in political campaigns and from substantial lobbying.

Given under my hand this 8th day of October, 2010



Robert A. Brown, Incorporator