

ARTICLES OF INCORPORATION

OF

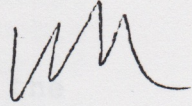
MONTGOMERY BLAIR ATHLETIC ASSOCIATION, INC.
(A Non-Profit Corporation)

THIS IS TO CERTIFY:

FIRST: The undersigned, Rollin McClain, whose post office address is 14 Jefferson Avenue Takoma Park, Maryland 20912 being at least twenty-one (21) years of age, does hereby form a corporation under, and by virtue of, the General Laws of the State of Maryland authorizing the formation of corporations.

SECOND: The name of the corporation (hereinafter called "the Corporation") is:

MONTGOMERY BLAIR ATHLETIC ASSOCIATION, INC.
(A Non-Profit Corporation)



THIRD: The Corporation shall be a non-stock Corporation as authorized by Title 5 of Corporations and Business Associations Article of the Maryland Code. The Corporation shall not be authorized to issue capital stock.

FOURTH: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it, within the State of Maryland, or any other State or States of the United States, or any territory or possession thereof, whether presently or hereafter annexed, or any foreign country or countries, or any territory or possession thereof, whether presently or hereafter annexed, are as follows:

(a) To engage in any or all lawful business for which non-profit corporations may be organized under the Maryland General Corporation Law.

(b) To promote the sports programs at Montgomery Blair High School.

(c) The corporation is organized exclusively as a non-profit organization as outlined in Paragraphs 9-12.

FIFTH: The post office address of the principal office of the Corporation in this State is 14 Jefferson Avenue Takoma Park, Maryland 20912. The resident agent of the Corporation is Richard S. O'Connor, whose post office address is 103 North Adams Street Rockville, Maryland, 20850.

SIXTH: The number of directors of the Corporation shall be three which number may be increased pursuant to the By-Laws of the Corporation. The names of the directors who shall serve until the first meeting or until their successors are duly chosen and qualified are:

Rollin McClain

14 Jefferson Avenue
Takoma Park, Maryland 20912

Richard O'Connor

103 North Adams Street
Rockville, Maryland 20850

Howard Kohn

16 Jefferson Avenue
Takoma Park, Maryland 20912

SEVENTH: In furtherance, and not in limitation, of the powers conferred by statute, the Board of Directors is expressly authorized.

To make, alter and repeal the By-Laws of the Corporation.

To determine who shall be authorized to sign, on behalf of the Corporation, bills, notes, receipts, acceptances, endorsements, checks, releases, contracts and documents; from time to time to provide for the management of the affairs of the Corporation at home or abroad in such a manner as they think fit, and in particular, from time to time, to delegate any of the powers of the Board of Directors to any committee, officers or agent, and to appoint any person or persons to be the agents of the Corporation with such powers (including the power to delegate) and upon such terms as they think fit; from time to time to determine whether and to what extent and at what times and places and under what conditions and regulations the accounts and books of the Corporation shall be open to inspection and have power to authorize the seal of the Corporation to be affixed to all papers which may require it.

EIGHTH: The directors above noted and any directors thereafter shall nominate and elect their successors. The general officers of the Corporation shall be President, Vice-President, Recording Secretary, Corresponding Secretary and Treasurer. Their duties shall be listed in Bylaws adopted by the Board of Directors. There are no special provisions made

for the regulation of the Corporations internal affairs.

NINTH: Said Corporation is organized exclusively for charitable and educational purposes. The Corporation will distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the IRS Code. The Corporation will not engage in any act of self dealing as defined in Section 4941(d) of the IRS Code or any future Code. Further, the Corporation will not retain any excess business holdings as defined in Section 4943(c) of the IRS Code, and the Corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Code.

TENTH: The Corporation will not make any taxable expenditures as defined in Section 4945(d) of the Code.

ELEVENTH: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, directors, officers or any other persons, except the Corporation shall be authorized to pay reasonable compensation for services and salaries. No substantial part of the Corporation's activities shall be carrying on of propaganda or influencing legislation, or assisting in any political campaign in excess of the provisions of the IRS Code.

Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted under A) Section 501(c)(3) of the IRS Code and b) Section 170(c)(2) of the IRS Code.

TWELFTH: Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes under Section 501(c)(3) of the IRS Code, or shall be distributed to the Federal Government, state, or local government, for public purposes. Any such assets not so disposed of shall be disposed 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.

THIRTEENTH: The duration of this Corporation shall be perpetual.

ARTICLES OF INCORPORATION

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation and acknowledged the same to be my act on this
8 day of MARCH, 2011.

THIS IS TO CERTIFY:

Christa S. O'Connor
Witness

Rollin McClain
Rollin McClain

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

SECOND: Signature of Resident Agent: (hereinafter
called "the Corporation") is:

Richard S. O'Connor
Richard O'Connor

Return to: Richard S. O'Connor, Esq.
103 North Adams Street
Rockville, MD 20850

FOURTH: The purposes for which the Corporation is
formed and the business or objects to be carried on and promoted
by it, within the State of Maryland, or any other State or
States of the United States, or any territory or possession
thereof, whether presently or hereafter annexed, or any foreign
country or countries, or any territory or possession thereof,
whether presently or hereafter annexed, are as follows:

(a) To engage in any or all lawful business for which
non-profit corporations may be organized under the Maryland
General Corporation Law.

(b) To promote the sports programs at Montgomery
Blair High School.

(c) The corporation is organized exclusively as a
non-profit organization as outlined in Paragraphs 9-12.