

**ARTICLES OF INCORPORATION
OF
CARROLL COUNTY PUBLIC SCHOOLS EDUCATION FOUNDATION, INC.**

THIS IS TO CERTIFY THAT:

FIRST: The undersigned, Robin S. Kable, whose address is 125 North Court Street, Westminster, Maryland 21157, being at least eighteen (18) years of age, does hereby form a nonstock corporation under the Maryland General Corporation Law and the General Laws of the State of Maryland.

SECOND: The name of the corporation (hereinafter referred to as the “Corporation”) is as follows:

CARROLL COUNTY PUBLIC SCHOOLS EDUCATION FOUNDATION, INC.

THIRD: The Corporation is formed exclusively for the following educational and charitable purposes:

(a) The purposes for which the Corporation is incorporated are exclusively charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended (the “Code”), or the corresponding provision of any future United States Internal revenue Law;

(b) The Corporation is incorporated for the specific charitable purpose of serving as a “support organization” (as such term is defined in Section 509(a)(3) of the Code), to be supervised or controlled in connection with the Board of Education of Carroll County, body politic and corporate of the State of Maryland, duly organized, existing and operating under the provisions of the Education Article to the Annotated Code of Maryland;

(c) The Corporation is to support, promote, sponsor, and pursue educational, scientific, civic, and charitable activities, which are central to the mission of Carroll County Public School and the Board of Education of Carroll County, (hereafter collectively, the “Board of Education”) body politic and corporate of the State of Maryland, duly organized, existing and operating under the provisions of the Education Article to the Annotated Code of Maryland including, but not limited to, to:

- Raise funds for projects;
- Engage in and conduct activities and programs for solicitation of contributions;
- Receive, hold, invest, and administer property, and to make expenditures exclusively for educational, charitable, scientific and literary purposes in connection with and to or for the benefit of the Board of Education of Carroll County;
- Engage in and conduct special activities on behalf of the Board of Education of Carroll County;
- Establish endowments;

- Encourage gifts or loans of property having cultural and educational value for use by the Board of Education.
- Acquire, construct, equip, furnish, repair, remodel, renovate, enlarge, improve, maintain and operate buildings, structures and facilities, and to acquire real estate and interests in real estate for use of the Board of Education.
- Act in a fiduciary capacity in carrying out any and all of the foregoing purposes, and to name a bank or trust company as fiduciary agent.

(d) To engage in any lawful activities which are in furtherance of the purposes of the Corporation as set forth above, and related activities thereto.

FOURTH: The address of the principal office of the Corporation in this State is 125 North Court Street, Westminster, Maryland 21157.

FIFTH: The Resident Agent of the Corporation is Robin S. Kable, whose address is 125 North Court Street, Westminster, Maryland 21157. The Resident Agent is a citizen of and resides in the State of Maryland.

SIXTH: The Corporation is not authorized to issue capital stock.

SEVENTH: The Corporation shall have a Board of Directors, initially consisting of one (1) director. The number of directors may be increased or decreased in accordance with the Bylaws of the Corporation. The qualifications and the terms of office of members of the Board of Directors shall be as provided in the Bylaws. The names and addresses of the initial directors of the Corporation, who shall serve until the first annual meeting of the Board of Directors and until their respective successors shall be elected and qualified, are as follows:

<u>Name:</u>	<u>Address:</u>
Robin S. Kable	125 North Court Street Westminster, Maryland 21157

EIGHTH: Notwithstanding any other provision of these Articles:

(a) 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.

(b) 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(c) Notwithstanding any other provision of these Articles of Incorporation, 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 1986 as amended (the "Code"), or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

NINTH: The Corporation shall not discriminate on the basis of race, color, religion, handicap, mental or physical disability, sexual orientation or national or ethnic origin. The projects and organizations to be operated by the Corporation shall maintain policies to not discriminate on the basis of race, color, religion, handicap, mental or physical disability, sexual orientation or national or ethnic origin to all rights, privileges, programs, and activities generally accorded or made available to participants of such programs.

TENTH: Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all assets of the Corporation pursuant to a plan of distribution adopted by the Board of Directors providing for distribution thereof for the furtherance of educational and charitable purposes in a manner which is an exempt purpose within the meaning of Section 501(c)(3) of the Code; provided that if such distribution cannot be made, such assets shall be distributed to the Board of Education, body politic and corporate of the State of Maryland, duly organized, existing and operating under the provisions of the Education Article to the Annotated Code of Maryland, or otherwise to a state or local government, or to the federal government, or for a public purpose. Any assets not so disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the Corporation is then located, exclusively for such purposes, or to an organization or organizations, as determined by such Court, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledge the same to be my act on this 19th day of March, 2008.

Robin S. Kable, Incorporator

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

Robin S. Kable

Return To:

Robin S. Kable
125 North Court Street
Westminster, MD 21157