

SULLY STATION SWIM TEAM, INC.

ARTICLES OF INCORPORATION

I the undersigned, being a natural person and citizen of the United States acting as incorporator of a non-stock corporation not for profit under the provisions of the Virginia Nonstock Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

First: The undersigned Eric F. Facer, whose post office address is Casson, Harkins & LaPallo, 1233 20th Street, N.W., Suite 800, Washington, D.C. 20036, being at least eighteen years of age, does hereby form a corporation under the Virginia Nonstock Corporation Act and the general laws of the State of Virginia.

Second: The name of the corporation is SULLY STATION SWIM TEAM, INC. (hereinafter referred to as the "Corporation").

Third: The Corporation is formed for the purpose of engaging in, and supporting other organizations which engage in, charitable, scientific and educational activities, and fostering national or international amateur sports competition within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding section of future federal tax code).

Fourth: The post-office address of the principal office of the Corporation in Virginia is 5308 Cat Tail Ct., Centreville, Virginia 22020. The name and post-office address of the registered agent of the Corporation in Virginia is Larry M. Bradley, 5308 Cat Tail Court, Centreville, Virginia 22020, located in the County of Fairfax. Said registered agent is a resident of the Commonwealth of Virginia and an initial Director of the Corporation.

Fifth: The Corporation shall not be authorized to issue capital stock.

Sixth: The business and affairs of the Corporation shall be managed by, and under the direction of, its Board of Directors. The number of directors of the Corporation shall be five (5), which number may be increased or decreased pursuant to the bylaws of the Corporation. The manner in which directors are elected to office shall be enumerated in the bylaws, except that the initial Board of Directors shall consist of Larry M. Bradley, Ann D. Davidson, Samuel A. Biondo, Patricia K. Holley, and Jo-Ann M. Staples, who shall serve in such capacity until the first meeting or until their successors are duly chosen and qualified. The power to adopt, amend or repeal the bylaws of the Corporation is vested exclusively in the Board of Directors.

Seventh: The Corporation shall have no members.

Eighth: The Corporation shall have the power to transact any and all lawfull business not required to be specifically stated in these articles, provided that such activities shall be limited to the exercise of only such powers as are in furtherance of exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code 1986, or corresponding section of any future federal tax code.

Ninth Except as otherwise provided in the bylaws, the Board of Directors is empowered to remove and/or dismiss any director and/or officer, with or without cause, by a majority vote of the entire Board of Directors.

Tenth: Each person now or hereafter a director or officer of the Corporation (and his heirs, executors and administrators) shall be indemnified by the Corporation against all claims, liabilities, judgments, settlements, costs; and expenses, including all attorneys' fees, imposed upon or reasonably incurred by him in connection with or resulting from any action, suit, proceeding or claim to which he is or may be made a party by reason of his being or having been a director or officer of the Corporation (whether or not he is a director at the time such costs or expenses are incurred or imposed upon him), except in relation to matters as to which he shall have been finally adjudged in such action, suit or proceeding to be liable for gross negligence or willful misconduct in the performance of

his duties as such director or officer. In the event of a settlement, the indemnification shall be made only if the Corporation shall be advised, in case none of the persons shall be or have been a director, by the Board of Directors of the Corporation, and otherwise by independent counsel to be appointed by the Board of Directors of the Corporation, that in its or his opinion such director or officer was not guilty of gross negligence or willful misconduct in the performance of his duty and that such a settlement was or is in the best interest of the Corporation. If the determination is to be made by the Board of Directors, it may rely as to all questions of law on the advice of independent counsel. Such right of indemnification shall not be deemed exclusive of any right to which a director or officer of the Corporation may be entitled under any bylaw, agreement or otherwise.

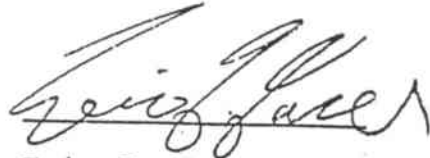
Eleventh: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the Corporation shall be 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 1986, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code.

Twelfth: Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all the assets of the Corporation and shall distribute the proceeds (and any assets not disposed of) to another corporation or organization that is organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, as the Board of Directors shall determine.

Thirteenth: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on August 2, 1989, and acknowledge the same to be my act.

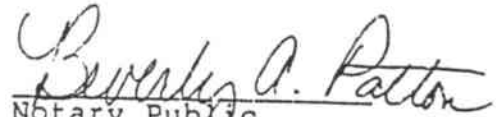
  
Eric F. Facer

Washington

District of Columbia, as

I hereby certify that on August 2, 1989, before me, the subscriber, a notary public of the District of Columbia, personally appeared Eric F. Facer and he acknowledged the foregoing articles of incorporation to be his act.

Witness my hand and notarial seal the day and year last above written.

  
Notary Public

My Commission Expires: 4/30/91

eff:sully-swim

COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION

August 14, 1989

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

SULLY STATION SWIM TEAM, INC.

to comply with the requirements of law, and confirms payment of all related fees.

Therefore, it is ORDERED that this

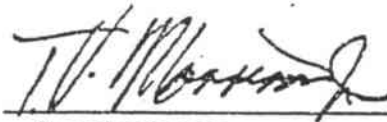
CERTIFICATE OF INCORPORATION

be issued and admitted to record with the articles of incorporation in the Office of the Clerk of the Commission, effective August 14, 1989.

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



Commissioner

CORPACPT  
CIS20436  
89-08-10-0007

# Commonwealth of Virginia



## State Corporation Commission

*I Certify the Following from the Records of the Commission:*

The foregoing is a true copy of all documents constituting the charter of SULLY STATION SWIM TEAM, INC. on file in the Clerk's Office of the Commission.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:  
October 7, 2009*

*Joel H. Peck*

*Joel H. Peck, Clerk of the Commission*