

3. ARTICLES OF INCORPORATION

BOOK 56 PAGE 395

ARTICLES OF INCORPORATION
OF

ANNAPOLIS AREA CHRISTIAN SCHOOL ASSOCIATION, INC.

THIS IS TO CERTIFY:

FIRST: The undersigned, RODNEY D. TITCOMB, whose post-office address is 425 Severnside Drive, Severna Park, Maryland, 21146; A. GERALD JOHNSON, whose post-office address is 147 Williams Drive, Annapolis, Maryland, 21401; and CLARENCE R. KLAKRING, JR., whose post-office address is 916 Poplar Street, Annapolis, Maryland, 21401, each being at least twenty-one years of age, do hereby form a corporation under the general laws of the State of Maryland:

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

"ANNAPOLIS AREA CHRISTIAN SCHOOL ASSOCIATION, INC."

THIRD: The purposes for which the Corporation is formed are as follows:

- a. To create, organize and carry on a Christian School of learning in the Annapolis area for the advancement of religious education, moral, scientific and literary purposes; to promote the end that students thereof may occupy their places worthily in society, church and state, seeking and following God's will for their lives; to accept as students boys and girls without reference to race, color or national origin from kindergarten age up to and including high school or any age; found and establish a course or courses in education in accordance with Christian educational principles and practices and to accept such students as from time to time may be determined upon by its Board of Directors or others designated by them; to have the right to charge tuition, fees or other considerations for such courses and to accept contributions and donations, it being the intention and purpose to form a non-profit educational corporation for the purpose of promoting Christian education, and that the corporation so formed shall be self-supporting insofar as possible, but that no part of the net income or receipts thereof shall inure to the

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CIRCUIT COURT ...

MAY-5-71 1:50 PM CLERK OF COURT
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JOHN GOETTER
ATTORNEY AT LAW
ANNAPOLIS, MD. 21401

benefit of any private member or individual, but after the payment of all salaries and expenses for the maintenance of such school, that all monies derived from the operation thereof shall be reinvested in said school for the purpose of promoting the objects of the corporation.

b. To prescribe, organize and carry on courses of instruction either in classes of several students or individually in various fields of study conducive to the proper development of its students along religious, moral, physical and intellectual lines and of a nature pursued by students in the elementary, intermediate and high school grades with emphasis on the Christian religious aspect.

c. To conduct such courses of instruction during the usual school term or during the summer sessions either alone or in conjunction with other programs of supervised religious, physical or mental activities conducive to the religious, mental, physical and moral development of said students, and to give any such instruction either orally upon the personal attendance of said students or by correspondence.

d. To employ and terminate the employment of the necessary principals, supervisors, teachers, tutors, counselors, instructors, coaches and other professional or non-professional staff and servants necessary to the proper maintenance of the various services which the Corporation is authorized to render its students and to establish the compensation to be paid any of the foregoing for the respective services rendered by them to the Corporation and to vary the same from time to time.

e. To grant certificates and diplomas to any person or persons who shall have satisfactorily and fully completed the course or courses of study prescribed by the Corporation as a condition precedent to receiving such certificates and diplomas respectively and who moreover, in the judgment of the authorities of said Corporation, are entitled to receive the same.

f. To purchase, lease or otherwise acquire; hold, own, develop, improve and in any manner encumber or dispose of, and to aid and subscribe

toward the acquisition, development or improvement of land, buildings, furniture, equipment, libraries and other personal or real property and rights and privileges therein necessary, convenient or desirable to effectuate and promote the purposes of the Corporation, and to do any and all other things necessary or incident thereto.

g. To borrow or raise money for any purpose of the Corporation, and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for moneys so borrowed or in payment for property purchased, or for any other lawful consideration, and to guarantee, and/or secure the payment thereof and of the interest thereon by mortgage or pledge or conveyance or assignment in trust of the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired, and to sell, pledge, discount or otherwise dispose of such bonds, debentures, notes or other obligations of the Corporation for its corporate purpose.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or inference from, the terms of any other clause of this or any other article of this Articles of Incorporation, or of any amendment thereto, and shall each be regarded as independent, and construed as powers as well as objects and purposes.

The Corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to, or conferred upon, corporations of a similar character by the General Laws of the State of Maryland now and hereafter in force and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted or conferred.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is Route 2, P.O. Box 156, Arnold Post Office, Anne Arundel County, Maryland, 21012. The resident agent of the Corporation is Rodney D. Titcomb, whose post office address is

425 Severnside Drive, Severna Park, Maryland, 21146. Said resident agent is a citizen actually residing in this State of Maryland.

FIFTH: The Corporation shall have no capital stock and shall consist of members only, qualification for whom shall be set out in the Corporation's Constitution.

SIXTH: The number of directors of the Corporation shall be not less than nine (9) nor more than eighteen (18), which number may be increased or decreased pursuant to the by-laws of the Corporation, and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Rodney D. Titcomb, Clarence R. Klakring, Jr., A. Gerald Johnson, Marian Klakring, Alexander Herd, Barbara Moyer, Anne Titcomb, Joseph Carr and Sylvia Elder.

SEVENTH: No salaries or other compensation shall be paid to any officer, trustee, director or other person except reasonable compensation for services actually rendered in conducting the business of the Corporation.

EIGHTH: The Corporation shall be governed in accordance with its Constitution to be formulated concurrently with the filing and in conformity with the provisions of these Articles, which Constitution may be amended from time to time in accordance with its own provision therefor.

NINTH: In case of dissolution of the Corporation, its property shall be distributed to such a Christian educational organization or cause which, in the judgment of its Board of Directors, will best accomplish the general purposes for which this Corporation was organized, but under no circumstances shall such distribution inure to the benefit of any individual.

TENTH: The duration of the Corporation shall be perpetual.

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Continued on Page 5

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IN WITNESS WHEREOF, we have signed this Articles of Incorporation on December 7, 1970.

Witness:

J. Goette

Rodney D. Titcomb
Rodney D. Titcomb

Miriam L. Stone

A. Gerald Johnson
A. Gerald Johnson

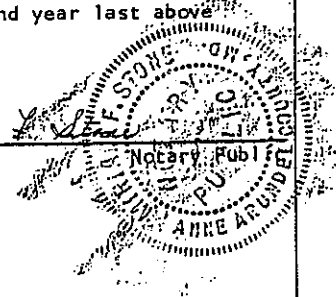
J. Goette

Clarence R. Klakring, Jr.
Clarence R. Klakring, Jr.

STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, to wit:

I HEREBY CERTIFY that on December 7, 1970, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Rodney D. Titcomb, A. Gerald Johnson, and Clarence R. Klakring, Jr., and severally acknowledged the foregoing Articles of Incorporation to be their act and deed.

WITNESS my hand and Notarial Seal this day and year last above written.

Miriam L. Stone


OF
ANNAPOLIS AREA CHRISTIAN SCHOOL ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 15, 1971 at 2:08 o'clock P.M. as in conformity
with law and ordered recorded.

(A) 2385

Recorded in Liber ⁶ F-857 folio 421 one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$20.00..... Recording fee paid \$15.00.....

To the clerk of the Circuit Court of Anne Arundel County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



Mailed to JOHN GOETTLE

ANNAPOLIS AREA CHRISTIAN SCHOOL ASSOCIATION, INC.

ARTICLES OF AMENDMENT

Annapolis Area Christian School Association, Inc., a Maryland corporation, having its principal office in Anne Arundel County, Maryland, (hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The charter of the Corporation is hereby amended by striking out the last paragraph of Article THIRD in its entirety and inserting in lieu thereof the following:

"The powers of this Corporation shall be limited to only those necessary to carry out the educational and religious purposes of the Corporation."

SECOND: The membership of the Corporation, at a meeting duly convened and held on October 11, 1973, adopted a resolution in which was set forth the foregoing amendment to the charter, declaring that the said amendment of the charter was advisable in order to satisfy the requirements of Internal Revenue Service in its consideration to grant a non-taxable status to the Corporation.

IN WITNESS WHEREOF, the Annapolis Area Christian School Association, Inc. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on this 15 day of October 1973.

Attest:

ANNAPOLIS AREA CHRISTIAN SCHOOL ASS'N, INC.

[Signature]
Secretary

BY [Signature]
President

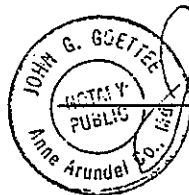
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CLERK

State of Maryland)
) ss.
County of Anne Arundel)

I HEREBY CERTIFY that on this 15th day of October 1973,
before me the subscriber, a Notary Public of the State of Maryland in and
for the County of Anne Arundel, personally appeared Russell H. Cohen
President of Annapolis Area Christian School Association, Inc., a Maryland
corporation, and in the name and on behalf of said corporation acknowledged
the foregoing Articles of Amendment to be the corporate act of said Corpora-
tion, and further made oath in due form of law that the matters and facts
set forth in said Articles of Amendment with respect to the approval thereof
are true to the best of his knowledge, information and belief.

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

My Commission expires
July 31, 1974.



J. Goettee
Notary Public

JOHN GOETTEE
ATTORNEY AT LAW
100-WEST-STREET
ANNAPOLIS, MD. 21401

ARTICLES OF AMENDMENT
OF BOOK **71** PAGE **290**

ANNAPOLIS AREA CHRISTIAN SCHOOL ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 17, 1973 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 26829

Recorded in Liber 2011, folio 3 543 one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Anne Arundel County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

B. J. Kelly



mailed to JOHN G. GOETTEE

ANNAPOLIS AREA CHRISTIAN SCHOOL ASSOCIATION, INC.

ARTICLES OF AMENDMENT

Annapolis Area Christian School Association, Inc., a Maryland corporation, having its principal office in Anne Arundel County, Maryland (hereinafter called the "Corporation") hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The charter of the Corporation is hereby amended by striking out Article NINTH in its entirety and inserting in lieu thereof the following:

NINTH: 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 Circuit Court 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.

SECOND: The Board of Directors at a meeting held January 10, 1974 approved the aforementioned resolution and recommended it to the Membership, who approved it at a following meeting held January 10, 1974 in which was set forth the foregoing amendment to the charter, declaring that the said amendment of the charter was advisable in order to satisfy the requirements of Internal Revenue Service in its consideration to grant a non-taxable status to the corporation. There being no stockholders to the Corporation, this action by the Board of Directors and the Membership is considered sufficient to authorize this charter change.

IN WITNESS WHEREOF, the Annapolis Area Christian School Association, Inc., has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on this 1st day of February 1974.

Attest: ANNAPOLIS AREA CHRISTIAN SCHOOL ASS'N, INC.
[Signature] Secretary By [Signature] President

State of Maryland)
County of Anne Arundel) ss.

I HEREBY CERTIFY that on this 1st day of February 1974, before me the subscriber, a Notary Public of the State of Maryland in and for the County of Anne Arundel, personally appeared [Signature] President of Annapolis Area Christian School Association, Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said Corporation, and further made oath in due form of law that the matters and facts set forth in said Articles of Amendment with respect to the approval thereof are true to the best of his knowledge, information and belief.

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

My Commission expires July 31, 1974.

[Signature]
Notary Public

JOHN GOETTEE
ATTORNEY AT LAW
ANNAPOLIS, MD. 21401

ARTICLES OF AMENDMENT
OF BOOK 73 PAGE 214

ANNAPOLIS AREA CHRISTIAN SCHOOL ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 19, 1974 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 29793

3
Recorded in Liber 204, folio 238, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Anne Arundel County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

[Signature]



Mailed to John Goette