

**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

**ARTICLES OF INCORPORATION OF
LYON PARK COMMUNITY CENTER
A VIRGINIA NONSTOCK CORPORATION**

1. **Name.** The name of the corporation is: **Lyon Park Community Center**
2. **Members.** The members of the corporation shall consist of the members in good standing of the Lyon Park Citizens' Association (Arlington County, Virginia), the Lyon Park Women's Club (Arlington County, Virginia), and such other Lyon Park organizations as may be admitted to membership under the provisions of the bylaws of the corporation. All requirements and procedures relating to members and membership shall be as set forth in the bylaws of the corporation.
3. **Election of directors.** The directors of the corporation shall be elected annually by the members. Procedures governing election of directors by the members shall be as set forth in the bylaws of the corporation. The board of directors shall be referred to as the Board of Governors, and directors shall be referred to as Governors.
4. **A. Purposes.** The purposes for which the corporation is organized are exclusively charitable within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). Notwithstanding any other provision of these articles of incorporation, the bylaws of the corporation, or any provision of law, the corporation shall not carry on any activities which would cause it to fail to qualify, or to fail to continue to qualify, as (i) an organization exempt from federal income tax under section 501(c)(3) of the Code (or the corresponding section of any future federal tax code), or (ii) an organization to which contributions are deductible under sections 170, 2055, and 2522 of the Code (or the corresponding sections of any future federal tax code).

Subject to the foregoing at all times, the specific objects of the corporation shall be: (1) to maintain at Lyon Park in Arlington County, Virginia a community house, and to do such other acts and things as will serve to make the same a community center "so democratic as to attract the humblest; so wholesome as to appeal to the exclusive; so broad in scope as to bring youth, maturity and old age into closer companionship to the benefit of all;" (2) to acquire and hold title, through its trustees, to the Lyon Park property adjacent to the site of the said community house and to maintain and control the use of said park for the benefit of the residents of Lyon Park and vicinity, and for the public at large; and (3) generally to continue the activities of the unincorporated Lyon Park Community

Center, formed in 1925 and continuing in existence until the adoption of these articles of incorporation.

B. Inurement. No part of the earnings of the corporation shall inure to the benefit of or be distributable to any private individual or person; provided, however, that the corporation may pay reasonable compensation for services rendered to it and reimbursement of expenses reasonably incurred on its behalf.

C. Legislative and political activities. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation (except as otherwise provided in section 501(h) of the Code, pursuant to election duly made by the corporation thereunder). The corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office.

D. Private foundation restrictions. If at any time or times the corporation shall be classified as a private foundation within the meaning of section 509(a) of the Code, then at such time or times the corporation:

- (1) shall not engage in any act of self-dealing as defined in section 4941(d) of the Code (or corresponding section of any future federal tax code);
- (2) shall distribute its income for each taxable 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 Code (or corresponding section of any future federal tax code);
- (3) shall not retain any excess business holdings as defined in section 4943(c) of the Code (or corresponding section of any future federal tax code);
- (4) shall not make any investment in such manner as to subject it to tax under section 4944 of the Code (or corresponding section of any future federal tax code); and
- (5) shall not make any taxable expenditure as defined in section 4945(d) of the Code (or corresponding section of any future federal tax code).

E. Dissolution. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Code (or the corresponding section of any future federal tax code), or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be

disposed of by a court of competent jurisdiction of the district or 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.

5. **Registered agent.** The name of the corporation's initial registered agent is

Wendell Brown.

The initial registered agent is an individual who is a resident of Virginia and an initial director of the corporation.

6. **Registered office.** The corporation's initial registered office address, including street and number, which is identical to the business office of the initial registered agent, is

414 N. Fillmore Street, Arlington, VA 22201.

The registered office is located in the **county** of **Arlington**.

7. **Initial directors.** The initial directors of the corporation are:

Ellen Bartlett
414 N. Fillmore Street
Arlington, VA 22201

Doris Boblett
414 N. Fillmore Street
Arlington, VA 22201

Wendell Brown
414 N. Fillmore Street
Arlington, VA 22201

Erik Gutshall
414 N. Fillmore Street
Arlington, VA 22201

Atholene Motafches
414 N. Fillmore Street
Arlington, VA 22201

Janine Velasco
414 N. Fillmore Street
Arlington, VA 22201

Margaret Weidenhamer
414 N. Fillmore Street
Arlington, VA 22201

Jeanette Wick
414 N. Fillmore Street
Arlington, VA 22201

Elizabeth Wray
414 N. Fillmore Street
Arlington, VA 22201

7. Incorporators.

Printed name: Wendell Brown

Printed name: Margaret Weidenhamer