

THE BANNOCKBURN COMMUNITY CLUB, INC.
AMENDED AND RESTATED ARTICLES OF INCORPORATION

The Bannockburn Community Club, Inc. (“BCC”), a Maryland not-for-profit corporation, certifies to the Maryland Department of Assessments and Taxation the following:

FIRST, BCC’s original Articles of Incorporation (the “Original Articles”) were filed with the State of Maryland on May 7, 1958.

SECOND, BCC desires to amend and restate its Original Articles.

THIRD, these Amended and Restated Articles of Incorporation (“New Articles”) were approved by a majority of the entire board of directors of BCC at a meeting duly convened and held on May 17, 2011.

FOURTH, BCC does not have any capital stock.

FIFTH, pursuant to Section 2-609 of the Maryland General Corporation Law, the text of the Original Articles is hereby amended and restated in its entirety as follows:

1. The name of BCC is: The Bannockburn Community Club, Inc.
2. The name of the resident agent of BCC in the State of Maryland is Henriette de Bruyn Kops. The address of the principal office of BCC and its resident agent is 6314 Bannockburn Drive, Bethesda, Maryland 20817. Said resident agent is a citizen of this state and resides herein.
3. The duration of BCC shall be perpetual.
4. The number of directors of BCC shall be thirteen (13), which number may be increased or decreased pursuant to the by-laws of BCC.
5. The purpose of BCC shall be to promote, support, and sponsor educational and cultural activities at the Bannockburn Community Clubhouse, including a not-for-profit nursery school, a children’s summer camp, theater, art, music, dance, forums, lectures, and discussion groups.
6. BCC shall not have capital stock and shall operate as a not-for-profit corporation under the laws of the State of Maryland.
7. BCC shall be organized exclusively for purposes under Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code. BCC shall only carry on activities permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.


8. No part of the net earnings of BCC shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons. No substantial part of the activities of BCC shall be for the carrying on of propaganda, or otherwise attempting to influence legislation, and the BCC shall not participate in, or intervene in any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, BCC shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of BCC.
9. Upon dissolution of BCC, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Any such assets not so disposed of shall be disposed of by Montgomery County Circuit Court, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN ACCORDANCE WITH THE LAWS OF THE STATE OF MARYLAND, these New Articles were adopted on May 17, 2011 by BCC.

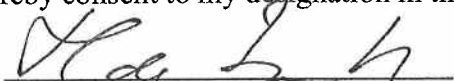
The Bannockburn Community Club, Inc.

By: 
Henriette de Bruyn Kops, President

THE UNDERSIGNED, President of BCC, who executed on behalf of BCC the foregoing New Articles, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of BCC, the foregoing New Articles to the corporate act of BCC, and further certifies that, to the best of her knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

By: 
Henriette de Bruyn Kops, President

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

By: 
Henriette de Bruyn Kops, President