

**ARTICLES OF INCORPORATION**  
of  
**ORIGINAL NORTHWOOD ASSOCIATION**

A Tax-Exempt Nonstock Corporation

**FIRST:** I, the undersigned, Richard Skolasky, Jr., whose post office address is 1108 Argonne Drive, Baltimore, MD 21218, being at least eighteen years of age, do hereby declare myself as incorporator with the intention of forming a nonprofit, nonstock corporation under and by the virtue of the General Laws of the State of Maryland authorizing the formation of corporations.

**SECOND:** The name of the corporation (hereinafter referred to as the Corporation) is **Original Northwood Association, Inc.**

**THIRD:** The purposes of the Corporation are exclusively charitable, educational and nonprofit as defined under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or any corresponding provision of any future United States Internal Revenue Law or regulations thereunder, hereinafter collectively referred to as the Internal Revenue Code) as follows:

- (A) To combat neighborhood deterioration;
- (B) To prevent and abate blight;
- (C) To provide education about public safety; and
- (D) To undertake other projects, programs, and activities not inconsistent with Section 501(c)(3) of the Internal Revenue Code and applicable state law, including the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) the Internal Revenue Code, as the need to do so presents itself in the opinion of the Board of Directors.

**FOURTH:** In order to carry out the purposes, the Corporation shall have the following powers within the stated limitations:

- (A) To solicit and accept, acquire by gift, donation, devise, grant, purchase, loan, or otherwise, any property suitable or convenient for the purposes of the Corporation;
- (B) To make contributions, loans, or grants which are consistent with the purpose of the Corporation;
- (C) To make agreements and contracts and incur liabilities;
- (D) To do all things necessary and desirable to carry on and accomplish the purposes for which the Corporation is organized as the directors of the Corporation may from time to time deem appropriate and which are not inconsistent with powers conferred upon a nonstock corporation by the General Laws of the State of Maryland and the requirements of the Internal Revenue Code;
- (E) The Corporation is not organized for pecuniary profit. The Corporation shall have no capital stock and is not authorized to issue capital stock. The Corporation shall have no power to declare dividends. No part of the net earnings of the Corporation shall inure to the benefit of or be distributed to any member, director, officer, or other individual, except

that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of the purposes herein set forth;

(F) Except as provided in Section 501(h) and 4911 of the Internal Revenue Code, no substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. The Corporation shall not participate in nor intervene in (including the publishing distribution of statements) any political campaign on behalf or in opposition to any candidate for public office.

Notwithstanding any other provisions, the Corporation shall not carry on any 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; or
- b. By a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, 2055 (a)(2) and 2522 (a)(2) of the Code.

**FIFTH:** The Resident Agent is Richard Skolasky, Jr. The post office address of the Corporation's Resident Agent is 1108 Argonne Drive, Baltimore, MD 21218, and the post office address of the principal office of the Corporation is the same. Said Resident Agent is a citizen of the State of Maryland over 18 years of age and actually resides therein.

**SIXTH:** The initial number of Directors of the Corporation shall be nine (9), which number may be increased or decreased pursuant to the bylaws of the Corporation, but shall never be less than five (5). The names and addresses of the initial Directors, who shall act until the first annual meeting or until their successors are chosen are: Richard Skolasky, Jr., 1108 Argonne Dr., Baltimore, MD 21218; Dana Andrusik, 1310 Argonne Dr., Baltimore, MD 21218; Jennie Spratt, 1210 Southview Rd., Baltimore, MD 21218; Emily Weber, 4014 Deepwood Rd., Baltimore, MD 21218; Mary Stevenson, 1222 Northview Rd., Baltimore, MD 21218; Jess Kupper, 1234 Northview Rd., Baltimore, MD 21218; JP Rigilano, 1311 Southview Rd., Baltimore, MD 21218; Lauren DeVine, 1013 Argonne Dr., Baltimore, MD 21218; and Gus Sentementes, 1220 Northview Rd., Baltimore, MD 21218.

**SEVENTH:** The Corporation shall be composed of members. Qualifications for membership in the Corporation shall be defined in the bylaws, but in no case shall membership be restricted on the basis of race, sex, gender, sexual orientation, ethnic or national origin, or religion or political belief.

**EIGHTH:** The duration and existence of the Corporation shall be perpetual.

**NINTH:** If the Corporation is dissolved or ended for any reason, the Board of Directors shall dispose of all the net assets of the Corporation exclusively to such organization(s) which are organized and operated exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code,

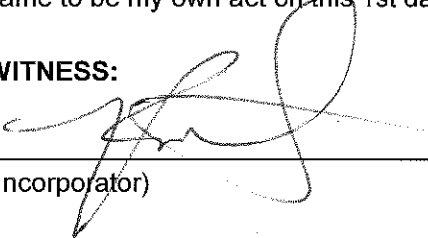
provided the Corporation, before any such distributions, shall first pay all of the liabilities of the Corporation as required by the General Laws of the State of Maryland.

**TENTH:** The Corporation shall indemnify any and all of its current or future directors, officers, employees, and agents acting on behalf of the Corporation as provided in the Bylaws of the Corporation.

**ELEVENTH:** The Corporation has drafted bylaws which shall be adopted for the further governance of the Corporation.

**IN WITNESS WHEREOF,** I have signed these Articles of Incorporation and acknowledged the same to be my own act on this 1st day of June, 2016.

**WITNESS:**

  
\_\_\_\_\_  
(Incorporator)

**Consent of Resident Agent:**

I, Richard Skolasky, Jr., residing at 1108 Argonne Drive, Baltimore, MD 21218, do hereby consent to serve as Resident Agent for Original Northwood Association, Inc. I am over 18 years of age and a resident of the State of Maryland.

  
\_\_\_\_\_  
Signature

August 2, 2016  
Date

