

**ARTICLES OF INCORPORATION
OF
POTOMAC APPALACHIAN TRAIL CLUB**

WE HEREBY ASSOCIATE to form a non-stock corporation under the provisions of Section 13.1-801 et seq. of the Code of Virginia, and to that end set forth the following:

1. The name of the corporation is:

POTOMAC APPALACHIAN TRAIL CLUB

2. The term for which it is organized is perpetual.
3. The corporation is organized for the following purposes:
 - a: To open, develop, extend and maintain trails for walkers, mountain climbers and nature students in wooded and mountain regions accessible from Washington, D.C., more particularly a trail along the crest-line of the mountains of Maryland, Pennsylvania, West Virginia and Virginia to be a section of the Appalachian Trail which is to extend from Maine to Tennessee and Georgia and other trails in the Mid-Atlantic region.
 - b: To construct and maintain camp sites, open shelters, permanent camps and cabins along the Appalachian Trail, and other trails.
 - c: To collect data of interest to users of the Appalachian Trail and other trails concerning scenery, history, geology, botany, forestry and wild life of the Blue Ridge Mountains and the Mid-Atlantic region.
 - d: To prepare and publish maps, guide-books and camping data.
 - e: To encourage the use by organizations and individuals of the trails constructed and maintained by the Club.

- f. To educate the public in proper camping methods and forest fire prevention and to foster public appreciation and use of national and state parks and forests and other natural areas.
- g. To acquire, preserve and protect open spaces in the Blue Ridge Mountains and elsewhere in the Mid-Atlantic region and to educate the public in the value of protecting, these open spaces.

4. Powers. To carry out the purposes described in Article 3, the corporation shall have and exercise any and all powers conferred upon non-stock corporations by the Virginia Non-stock Corporation Act to the extent that said powers are consistent with said purposes.

5. The post office address of the initial Registered Office of the corporation is 107 Pleasant Street, NW, Vienna, VA 22181. The name of the County in which the initial Registered Office is located is Fairfax in the Commonwealth of Virginia.

6. The name of the corporation's initial Registered Agent is Charles W. Sloan, who is a member of the Virginia State Bar, a resident of the Commonwealth of Virginia, and whose business address is the same as the address of the initial Registered Office of the corporation.

7. The Corporation shall have one or more classes of members as set forth in the bylaws. A member shall be individual, club or organization interested in the purposes of the corporation. Each member shall be treated equally and shall have one vote subject to the provisions of the bylaws.

8. The number of directors of the corporation shall be thirty-eight (38), which number may be changed pursuant to the by-laws of the corporation. The name and residence of the directors who, unless sooner changed by vote of the incorporators, and for the first year to manage the affairs of the corporation are as follows:

John Hedrick
215 Hawlin Rd.
Woodville, VA 22749

Lee Sheaffer
943 Castlerock Lane
Berryville, VA 22611-2368

Richard Canter
19521 Divot Place
Gaithersburg, MD 20886

Catherine Kelleher
9318 Elmhirst Dr.
Bethesda, MD 20814

Frederic B. Francke
7017 Hector Rd.
McLean, VA 22101

Jack Adams
1351 Severn Rd.
Severn, MD 21144

W. Alan Day
2433 Ansdell Ct.
Reston, VA 20191

Jim Tomlin
19625 Charline Manor Rd.
Olney, MD 20832

Randy Motz
18904 Ferry Landing Circle
Germantown, MD 20874

Shirley Schulz
3118 Nestlewood Dr.
Herndon, VA 20171

Jay Jupiter
8208 Oroville St.
Alexandria, VA 222309

Anne Shimko
9830 Darcy Forest Dr.
Silver Spring, MD 20910

Charles W. Sloan
107 Pleasant St.
Vienna, VA 22180

Thomas Lupp
400 Fairview Ave.
Frederick, MD 21701

Pete Brown
2012 Blue Mount Rd.
Monkton, MD 21111-1220

Mary Sue Roach
P.O. Box 637
Round Hill, VA 20142

Chris Brunton
6245 Walkers Croft Way.
Alexandria, VA 22315

Mel Merritt
One Seaward Dr.
Severna Park, MD 21146

Russell Riggs
2707 Welcome Dr.
Falls Church, VA 22046

Susan Nelson
1609 North Filmore St.
Arlington, VA 22201

Chris Firme
15609 Charmian Rd., Box 369
Blue Ridge Summit, PA 17214

Lee Manning
8300 Westchester Dr.
Vienna, VA 22182

William E. Downes
125 Oakwood Dr.
Stafford, VA 22554

Brian N. Goudreau
11400 Windleaf Ct.
Unit H
Reston, VA 20194

Thomas Lupp
400 Fairview Ave.
Frederick, MD 21701

Rachel Levin
2016 Irvington Rd.
Falls Church, VA 22042

Shirley Schulz
3118 Nestlewood Dr.
Herndon, VA 20171

Henry Horn
8208 Cool Creek Ct.
Laurel, MD 20723

Phil Paschall
P.O. Box 201
Waterford, VA 20197

Murry Moskowitz
6414 Four Oaks Lane
Burke, VA 22015

Court Zabel
5911 Munson Ct.
Falls Church, VA 22041

Joe Higgins
8114 Rolling Knoll Ct.
Springfield, VA 22153

Robert Swennes
6101 North 22nd St.
Arlington, VA 22205

Kenneth J. Moss
2803 Stratford Glen Way

Robert Wise
1335 Georgetown Cir.
Carlisle, PA 17013

Jack Reeder
7314 University Ave.
Glen Echo, MD 20812

Karen Waterman
229 Cranberry Dr.
Stuarts Draft, VA 24477

Dave Jordahl
317 South Church St.
Middletown, MD 21769

Subsequent directors shall be appointed or elected in accordance with the by-laws.

9. Indemnification. The corporation shall indemnify its Directors and Officers to the fullest extent permitted by the Virginia Non-stock Corporation Act.

10. Said corporation is organized exclusively for charitable, educational, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, as the corresponding section of any future federal tax code.

11. 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 Paragraph 9 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 corporations shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to 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, or the corresponding section of any future federal tax code, or (b) by a corporation contributions to which are deductible under section 170 (c) (2) on the Internal Revenue Code, or the corresponding section of any future federal tax code.

12. In case the Potomac Appalachian Trail Club is ever dissolved, pursuant to law, its remaining assets, if any, shall be distributed only to such organizations which have at that time qualified and been granted an exemption from federal income taxation under the terms of Section 501(c)3 of the Internal Revenue Code of 1954, as amended; provided that, upon dissolution, no portion of the assets shall be distributed to any member or so as to accrue to his personal benefit.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on this the 27 day of November, 2012.

[Signature] Treasurer
[Signature] VP of Operations
[Signature] President

COMMONWEALTH OF VIRGINIA
COUNTY OF FAIRFAX, to-wit:

I, the undersigned Notary Public in and for the County and Commonwealth aforesaid, do hereby certify that Jon Gusten, Lee Schaffer and John Hedrick, whose names are signed to the foregoing Articles of Incorporation bearing date the 27 day of November, 2012, have acknowledged the same before me in my County and Commonwealth aforesaid.

Given under my hand and seal this 27th day of November, 2012.

[Signature]

Notary Public

My Commission expires: 7-31-2016

Charles W. Sloan
Notary Public
No. 121396
Commonwealth of Virginia
Fairfax County
My Commission Expires July 31, 2016