

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS



C E R T I F I C A T E

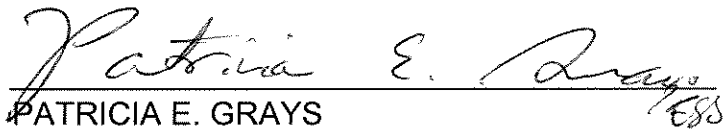
THIS IS TO CERTIFY that all applicable provisions of the District of Columbia NonProfit Corporation Act have been complied with and accordingly, this **CERTIFICATE OF INCORPORATION** is hereby issued to:

RUNNING START

IN WITNESS WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed as of the **19th** day of **March, 2007**.

LISA M. MORGAN
Interim Director

Business and Professional Licensing Administration


PATRICIA E. GRAYS
Superintendent of Corporations
Corporations Division

Adrian M. Fenty
Mayor

ARTICLES OF INCORPORATION

OF

RUNNING START

To: The Department of Consumer and Regulatory Affairs
Business & Professional Licensing Administration
Corporations Division
941 North Capitol Street, NE
Washington, D.C. 20002

We, the undersigned natural persons of the age of eighteen (18) or more years, acting as incorporators of a corporation under Title 29, Chapter 3 of the District of Columbia Code (the "District of Columbia Nonprofit Corporation Act"), adopt the following Articles of Incorporation for such corporation:


FIRST: NAME. The name of the corporation is RUNNING START.

SECOND: TERM. The term of the corporation shall be perpetual.

THIRD: PURPOSES. (a) The corporation is a non-stock, nonprofit corporation, and it is organized and shall be operated exclusively for the promotion of social welfare within the meaning of section 501(c)(4) of the United States Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent tax laws (the "Code").

(b) In furtherance of such purposes, the corporation in its discretion may, but shall not be required to, give preference to educating members of the public about young women's unique role in the U. S. political process and the importance of increasing the number of young women engaged and involved in the political process.

FOURTH: POWERS. In order to facilitate the fulfillment of its purposes, the corporation shall have and may exercise all powers available to corporations under the District of

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Columbia Nonprofit Corporation Act, as the same now exists or may hereafter be amended. Nothing herein contained shall be deemed to authorize or permit the corporation to carry on any activity, exercise any power or do any act that a corporation formed under the District of Columbia Nonprofit Corporation Act, as the same now exists or may hereafter be amended, may not at the time lawfully carry on or do.

Without limiting the powers the corporation may lawfully exercise, the corporation shall have the power to take and receive funds from individuals, profit-making entities and other nonprofit organizations.

FIFTH: STOCK AND MEMBERSHIP. The corporation shall not have authority to issue any capital stock. The corporation shall have no voting members.

SIXTH: BOARD OF DIRECTORS. Except as otherwise provided by law or in any Bylaw of the corporation, the affairs of the corporation shall be managed by a Board of Directors. The number of directors and the manner of their election shall be as provided in the Bylaws, provided that the number of directors shall not be less than three (3).

SEVENTH: INITIAL DIRECTORS. The powers of the incorporators shall terminate upon the filing of these Articles. The number of directors constituting the initial Board of Directors of the corporation is three (3), and the names and addresses of the persons who are to serve as the initial directors, until their successors have been elected and qualify, are:

Susannah Wellford Shakow
5014 Glenbrook Rd, NW
Washington, DC 20016

Coke Morgan Stewart
5212 Farrington Road
Bethesda, Maryland 20816

Jessica Grounds
330 F Street, NE
Washington, DC 20002

EIGHTH: INCORPORATORS. The names and addresses,

including street and number, of the incorporators are:

Susannah Wellford Shakow
5014 Glenbrook Rd, NW
Washington, DC 20016

Coke Morgan Stewart
5212 Farrington Road
Bethesda, Maryland 20816

Jessica Grounds
330 F Street, NE
Washington, DC 20002

NINTH: RESTRICTIONS AND LIMITATIONS. (a) The corporation shall not have or exercise any power or authority either expressly, by interpretation or by operation of law, nor shall it directly or indirectly engage in any activity, that would prevent it from qualifying (and continuing to qualify) as a corporation described in section 501(c)(4) of the Code.

(b) The corporation shall not be conducted or operated for profit, and no part of the net earnings or assets of the corporation shall inure to the benefit of, or be distributable to, any of its incorporators, directors, officers or other private shareholder or individual, 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 Article THIRD hereof.

(c) No substantial part of the activities of the corporation shall consist of attempting to 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) Neither the whole, nor any part or portion, of the net earnings or assets of the corporation shall be used, nor shall the corporation ever be organized or operated, for purposes other than those stated in Article THIRD hereof.

TENTH: REGISTERED OFFICE AND AGENT. The address of the initial registered office of the corporation is:

5014 Glenbrook Rd, NW Washington, DC 20016

The name of the initial registered agent at the foregoing office is:

Susannah Wellford Shakow.


ELEVENTH: AMENDMENT. The Board of Directors shall have the right to amend any provision contained in these Articles of Incorporation or in the Bylaws of the corporation in the manner now or hereafter provided by law, provided that any such amendment shall be consistent with the requirements of section 501(c)(4) of the Code; and provided, further, that any amendment which reduces or limits the exculpation or indemnification of the persons referred to herein, or which adversely affects (from the point of view of the director) any limitation on the personal liability of a director, shall apply prospectively only and shall not be given retroactive effect.

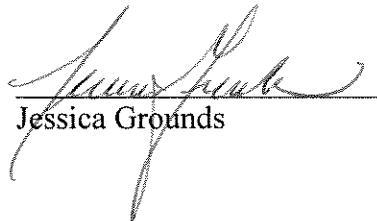
TWELFTH: LIQUIDATION. In the event of the termination, dissolution or winding up of the corporation in any manner or for any reason whatsoever, its remaining net assets, if any, shall be distributed exclusively for one or more of the purposes stated in Article

THIRD hereof in such manner, or to one or more organizations then described in section 501(c) of the Code, as the Board of Directors shall determine; and none of such property, assets or proceeds shall be distributed to, or divided among, any of the directors or officers of the corporation or any other private shareholder or individual.

IN WITNESS WHEREOF, the incorporators hereof have signed these Articles of Incorporation on this 16th day of March, 2007.


Susannah Wellford Shakow


Coke Morgan Stewart


Jessica Grounds

District of Columbia) ss:

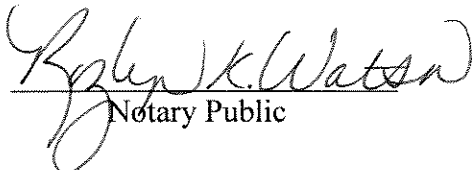
On this 16th day of March, 2007, before me, a Notary Public in and for the District of Columbia, personally appeared Susannah Wellford Shakow, who signed the foregoing Articles of Incorporation as incorporator and who swore that the statements therein contained are true to her own knowledge and belief.


Notary Public

My Commission Expires: 2/18/2011

District of Columbia) ss:

On this 16th day of March, 2007, before me, a Notary Public in and for the District of Columbia, personally appeared Coke Morgan Stewart, who signed the foregoing Articles of Incorporation as incorporator and who swore that the statements therein contained are true to her own knowledge and belief.


Notary Public

My Commission Expires: 2/28/2011

District of Columbia) ss:

On this 16th day of March, 2007, before me, a Notary Public in and for the District of Columbia, personally appeared Jessica Grounds, who signed the foregoing Articles of Incorporation as incorporator and who swore that the statements therein contained are true to her own knowledge and belief.



Notary Public

My Commission Expires: 2/18/10/11