

ARTICLES OF INCORPORATION

OF

ROCKVILLE BRASS BAND, INC.

A MARYLAND NONSTOCK CORPORATION

THE UNDERSIGNED, who is eighteen (18) year or older, for the purposes of forming a nonstock corporation under the general laws of the State of Maryland hereby certifies:

FIRST: The name of the Corporation is Rockville Brass Band, Inc.

SECOND: The Corporation is organized and shall be operated exclusively for charitable, and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended (the "Code"). The purposes for which the Corporation is formed are to:

(A) Educate the public about the history and development of brass band music in the United States of America and in other countries through the presentation and production of public concerts, compact discs ("CD's"), newsletters, seminars, host discussion groups and other similar forms of communication:

(B) Promote the practice and public performance of brass band music of all types by both professional and amateur musicians to encourage them to preserve and improve upon their musical skills:

(C) Encourage the formation of additional brass bands within and without the Washington, D. C. metropolitan area: and

(D) Assemble as complete a library of brass band music composed between 1835 and the present as possible, in order to provide a resource for the Rockville Brass Band, Inc. and any other bands that may request our assistance in establishing their own music libraries.

In furtherance thereof, the Corporation may receive property by gift, devise or bequest, invest and reinvest the same, and apply the income and principal thereof, as the Board of Directors may from time to time determine, either directly or through contributions to any charitable organization or organizations, exclusively for charitable, or

educational purposes, and engage in any lawful act or activity from which corporations may be organized under the general laws of the State of Maryland.

In furtherance of its corporation purposes, the Corporation shall have all the general powers enumerated in § 2-103 of the Maryland General Corporation Law as now in effect or as may hereafter be amended, together with the power to solicit grants and contributions for such purposes.

THIRD: The address of the principal office of the Corporation within the State of Maryland is:

11123 Schuylkill Road
Rockville, Maryland 20852-2419

FOURTH: The name and address of the registered agent of the Corporation is as follows:

Charles J. Lietwiler
11123 Schuylkill Road
Rockville, Maryland 20852-2419

FIFTH: The Corporation has no authority to issue capital stock.

SIXTH: The corporation shall have no members. All powers of members under applicable law shall be vested in the Board of Directors.

SEVENTH: The initial number of directors shall be one. The number of directors may be increased or decreased from time to time as provided in the Bylaws, but there shall be at least one director and no more than twenty directors. The method of selecting directors shall be determined by the Bylaws.

The name of the director who is to serve until the first annual meeting and until his or her successor is elected and qualified is as follows:

Charles J. Lietwiler
11123 Schuylkill Road
Rockville, Maryland 20852-2419

EIGHTH: (a) No part of the earnings of the Corporation shall inure to the benefit of, or be distributable to, any director or officer of the Corporation or any other private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to or for the Corporation and to make payments and distributions in furtherance of the purposes set forth in Article SECOND hereof.

(b) No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise permitted by section 501(h) of the Code).

(c) The Corporation shall not participate in or intervene in (including the publishing or distribution of statements concerning) any political campaign on behalf of (or in opposition to) any candidate for public office.


(d) During such times as the Corporation is not a private foundation (as defined in section 509 of the Code), the Corporation shall not enter into any excess benefit transaction as defined in section 4958 of the Code.

(e) Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not directly or indirectly (i) carry on any activity that would prevent it from obtaining exemption from Federal income taxation under section 501(c)(3) of the Code or cause it to lose such exempt status, or (ii) carry on any activity not permitted to be carried on by a corporation, contributions to which are deductible under sections 170(c)(2), 2055(a)(2) and 2522(a)(2) of the Code.

NINTH: In the event of dissolution or final liquidation of the Corporation, all of the remaining assets and property of the Corporation after paying or making provision for the payment of all of the liabilities and obligations of the Corporation, and for necessary expenses thereof, shall be distributed to such organization or organizations organized and operated exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Code as the Board of Directors shall determine.

TENTH: To the fullest extent permitted by the Maryland General Corporation Law, as now in effect or as hereafter may be amended, no director or officer of the Corporation shall be personally liable at the Corporation for money damages. Such relief shall not apply in any instance where such relief is inconsistent with any provision of the Code, including without limitation, any provision of the Code requiring or permitting a section 501(c)(3) organization to reduce or mitigate a penalty excise tax by correcting the action causing the imposition of the excise tax.

IN WITNESS THEREOF, I have signed these Articles of Incorporation and acknowledge that these Articles of Incorporation are my act.


11123 Schuykill Road
Rockville, Maryland 20852-2419
Date: August 15, 2000

50 0 11 2- 111 102

**** KEEP WITH DOCUMENT ****

CODE 02 BUSINESS CODE 04

STATE OF MARYLAND
DEPT OF ASSESSMENTS AND TAXATION
CUST ID: 0000460463
WORK ORDER: 0000351257
DATE: 08-23-2000 10:05 AM
AMT. PAID: \$40.00

Close _____ Stock _____ Nonstock

P.A. _____ Religious _____

Merging (Transferor) _____

Surviving (Transferee) _____

FEES REMITTED

Base Fee: 20
Org. & Cap. Fee: 20
Expedite Fee: _____
Penalty: _____
State Recordation Tax: _____
State Transfer Tax: _____
Certified Copies: _____
Copy Fee: _____
Certificates: _____
Certificate Fee: _____
Other: _____

TOTAL FEES: 40

Credit Card _____ Check Cash _____

Documents on _____ Checks

APPROVED BY: H

KEYED BY: _____

COMMENT(S):

(New Name) _____

- Change of Name
- Change of Principal Office
- Change of Resident Agent
- Change of Resident Agent Address
- Resignation of Resident Agent
- Designation of Resident Agent and Resident Agent's Address
- Change of Business Code

Adoption of Assumed Name

Other Change(s) _____

CODE _____

ATTENTION: _____

MAIL TO ADDRESS: _____

Charles J. Rittwiler
Room 1209
301 W. Preston St
Baltimore Md 21201

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LIBER: B00179 FOLIO: 0929 PAGES: 0004
ROCKVILLE BRASS BAND, INC.

08/21/2000 AT 10:17 A WO # 0000351257