

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

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THE RAINBOW HISTORY PROJECT FOUNDATION

CERTIFICATE

We, the undersigned, declare persons of twenty-one years of age, being of

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:

THE RAINBOW HISTORY PROJECT FOUNDATION

FIRST the name of the Corporation is

IN WITNESS WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed as of the **3rd** day of **July**, **2001**.

SECOND the period of its duration is perpetual.

THIRD the purposes for which the Corporation is to be formed are exclusively for

educational, administrative, scientific, religious and educational purposes

within the meaning of Section 170 (c) (1) of the Internal Revenue Code of 1954 (or any

amending statute) of any laws United States Internal Revenue Laws as follows:

(1) To promote education in the

David Clark
Acting Director

teaching of mathematics, science, history, and civics, and to promote

education, culture, and art.

Winnie R. Huston
Administrator
Business Regulation Administration

(2) To also hold by deposit

property, real, personal, tangible, or

on the foregoing income, any income

Maxine M. Hinson
Act. Assistant Superintendent of Corporations
Corporations Division

income of any such property and to

invest the same in such manner as the corporation shall determine for

purpose of the Corporation with

Anthony A. Williams
Mayor

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ARTICLES OF INCORPORATION

OF

THE RAINBOW HISTORY PROJECT FOUNDATION

We, the undersigned natural persons of twenty-one years or more of age, acting as incorporators of a non-profit corporation adopt the following Articles of Incorporation for such corporation pursuant to the District of Columbia Non-Profit Corporation Act:

FIRST: the name of the Corporation is

The Rainbow History Project Foundation.

SECOND: the period of its duration is perpetual.

THIRD: the purposes for which the Corporation is to be formed are exclusively to receive and administer funds for charitable, scientific, religious and education purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954 (or any corresponding provision of any future United States Internal Revenue Law) as follows:

- (1) To provide education on the history, culture, and arts of the sexually diverse community of metropolitan Washington DC by collecting, preserving, and promoting said history, culture, and arts.
- (2) To take and hold by bequest, devise, gift, grant, purchase, lease or otherwise any property, real, personal, tangible, or any undivided interest therein, to conduct and carry on the foregoing without any limitations to amount or value; to sell, convey, or otherwise dispose of any such property and to invest, reinvest, or deal with the principal of the income thereof in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation without limitation, except such limitation, if any, as may be

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contained in the instrument under which such property is received, the Articles of Incorporation, the By-Laws of the Corporation, or any laws applicable thereto.

(3) To do any other act or thing incidental to connected with foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the District of Columbia Non-profit Corporation Act.

(4) Notwithstanding any other provisions of these articles, these purposes are limited to those described in Section 501 (c) (3) of the Internal Revenue Code of 1954 or any corresponding provision of any future United States Internal Revenue Code.

FOURTH: the Corporation shall have ^{VOTING MEM} members. The qualifications for membership and rights of members shall be described in the By-Laws.

FIFTH: the manner of selection of directors shall be provided in the By-Laws.

SIXTH: No part of the net earnings of the Corporation shall inure to the benefit of,

or be distributable to its members, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable distributions in furtherance of the purposes set forth in Article Three. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing and distribution of statements) any political campaign, on behalf of any candidate for public office. Notwithstanding any other provision of these articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this

Corporation.

SEVENTH: In the event of the liquidation or dissolution of the Corporation, whether voluntary or involuntary, no member, officer, or other private person shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the Corporation from any source, after the payment of all debts and obligations of the Corporation, shall be used or distributed exclusively for purposes within those set forth in paragraph three of these Articles and within the exempt intendment of Section 501 (c) (3) of the Internal Revenue Code of 1954 and the Regulations thereunder amended from time to time.

EIGHTH: The address of the initial registered office of the Corporation is 1414 17th St NW, #413, Washington DC 20036 and the name of the initial registered agent at such address is James A. Crutchfield.

NINTH: The number of directors constituting the initial board of directors is four (4) and the names and addresses of the persons who are to serve as directors until the first meeting of an elected board of directors are:

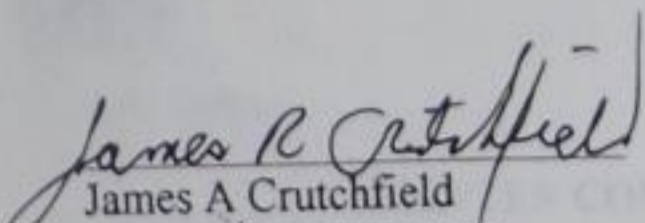
James A Crutchfield
1414 17th St NW, #413
Washington DC 20036

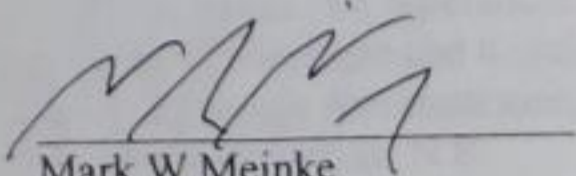
Mark W Meinke
6300 Stevenson St, #506
Alexandria VA 22304

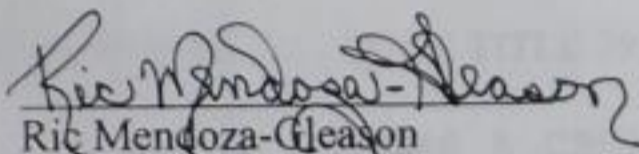
Ric Mendoza-Gleason
1650 Harvard St NW
Washington DC 20009

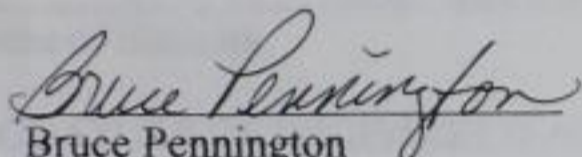
Bruce Pennington
469 Ridge St NW, #8
Washington DC 20001

TEN: The name and address of each incorporator, undersigned, is:


James A Crutchfield
1414 17th St NW, #413
Washington DC 20036


Mark W Meinke
6300 Stevenson St, #506
Alexandria VA 22304


Ric Mendoza-Gleason
1650 Harvard St NW
Washington DC 20009

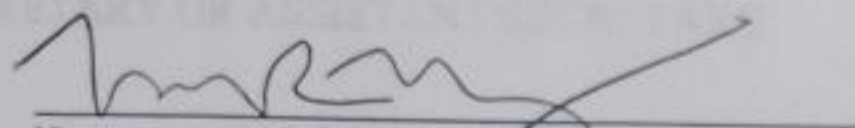

Bruce Pennington
469 Ridge St NW, #8
Washington DC 20001

NAME Subscribed and sworn to before me this 25TH day of
JUNE, 2000.

ATTORNEY

DATE

My Commission Expires 10/24/01


Notary Public