

**ARTICLES OF INCORPORATION  
OF THE  
RHODESIAN RIDGEBACK RESCUE, INC.**

**THE UNDERSIGNED**, for the purpose of forming a nonstock corporation pursuant to the Virginia Nonstock Corporation Act hereby certify:

**FIRST:** The name of the Corporation is the **Rhodesian Ridgeback Rescue, Inc.**

**SECOND:** The Corporation shall be a non-membership organization. The governing body of the Corporation shall consist of the initial directors of the Corporation (named in Article FIFTH hereof) and of such other persons as shall be elected to be a director at any meeting thereof by a vote of the majority of all of the directors of the Corporation. Each director shall have one vote. The directors of the Corporation may serve as permitted by the Bylaws.

**THIRD:** At each annual meeting of the Board of Directors, the directors then in office shall elect directors, each director to hold office for a term as fixed by the Bylaws until the next annual meeting of the Board.

**FOURTH:** The address of the initial registered office of the Rhodesian Ridgeback Rescue, Inc. corporation is in the County of Fairfax, c/o S. Ricardo Narvaiz, Esq., Attorney at Law, 8550 Arlington Boulevard, Fairfax, Virginia 22031. The name of the initial registered agent of the Corporation at that office is David Tripp, Esq., a resident of the Commonwealth of Virginia and his address is 8550 Arlington Boulevard, Fairfax, Virginia 22031.

**FIFTH:** The name and address of the individual who is to serve as the initial director until the first annual meeting or until his successors are elected and qualify are as follows:

- (1.) Gregory G. Detkos  
3971 Langley Court, N.W.  
Apartment F600  
Washington, D.C. 20016-5541

**SIXTH:** The Corporation shall be operated exclusively for charitable and educational purposes within the meaning of § 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 provide services in the form of quality shelter and care of unwanted, neglected, and/or abused Rhodesian Ridgebacks until proper homes for said animals can be found.

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

for which corporations may be organized under the Virginia Nonstock Corporation Act.

In furtherance of its corporate purposes, the Corporation shall have all the general powers enumerated in § 13.1-826 and § 13.1-827 of the Virginia Nonstock Corporation Act, as now in effect or as may hereafter be amended together with the power to solicit grants and contributions for such purposes.

Except as otherwise provided by law, or in any Bylaw of the Corporation, the business of the Corporation shall be managed by and all of the powers of the Corporation shall be exercised by the Board of Directors of the Corporation.

**SEVENTH:** No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any member, 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 SIXTH hereof.

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise permitted by § 501(h) of the Code and in any corresponding laws of the Commonwealth of Virginia), and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements concerning) any political campaign on behalf of any candidate for public office.

During such period, or periods, of time as the Corporation is treated as a "private foundation" pursuant to § 509 of the Code, the directors must distribute the Corporation's income at such time and in such manner so as not to subject the Corporation to tax under § 4942 of the Code, and the Corporation is prohibited from engaging in any act of self-dealing (as defined in § 4941(d) of the Code), from retaining any excess business holdings (as defined in § 4943(c) of the Code) which would subject the Corporation to tax under § 4943 of the Code, from making any investments or otherwise acquiring assets in such manner so as to subject the Corporation to tax under § 4944 of the Code, from retaining any assets which would subject the Corporation to tax under § 4944 of the Code if the directors have acquired such assets, and from making any taxable expenditures (as defined in § 4945(d) of the Code).

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

**EIGHTH:** In the event of dissolution or final liquidation of the Corporation, all of the remaining assets and property of the Corporation shall, after paying or making provision for the payment of all of the liabilities and obligations of the Corporation and for necessary expenses thereof, 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 § 501(c)(3) of the Code as the Board of Directors shall determine. In no event shall any of such assets or property be distributed to any member, director or officer, or any private individual.

**NINTH:** To the fullest extent permitted by the Virginia Nonstock Corporation Act, as now in effect or as may hereafter be amended, no officer or director of the Corporation shall be personally liable for damages in any proceeding brought by or in the right of the Corporation, or in connection with any claim, action, suit or proceeding to which he or she may be or is made a party by reason of being or having been an officer or director of the Corporation, provided, however, that such relief from liability shall not apply in any instance where such relief is inconsistent with any provision of the Code applicable to corporations described in Code § 501(c)(3).

**IN WITNESS THEREOF,** the undersigned have executed these Articles of Incorporation this 3rd day of December, 1999.

S/S

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Gregory G. Detkos  
Incorporator

**DISTRICT OF COLUMBIA**                    )  
  ) **ss.**  
**CITY OF WASHINGTON**                    )

THIS 3<sup>rd</sup> DAY of December, 1999 personally appeared before me, Gregory G. Detkos, who being first duly sworn, declared that he signed the foregoing document as incorporator, and that the statements therein contained are true.

S/S

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Notary Public

(Notarial Seal)