ARTICLES OF INCORPORATION

OF

UNITED STATES SENATE YOUTH ALUMNI ASSOCIATION

TO:
Department of Consumer and Regulatory Affairs
Business Regulation Administration
Corporations Division
941 North Capitol Street, N.E.
Washington, D.C. 20002

We, the undersigned natural persons of the age of twenty-one or more, acting as incorporators of a corporation under the NON-PROFIT CORPORATION ACT (D.C. Code, 1981 edition, Title 29, Chapter 5), adopt the following Articles of Incorporation:

FIRST: The name of the corporation is United States Senate Youth Alumni Association (hereinafter referred to as “USSYAA”).

SECOND: The period of its duration is perpetual.

THIRD: The Mission and purpose for which the corporation is organized are: To build and maintain avenues of communication among program alumni; to provide financial assistance for professional educational needs of program alumni; and to support the William Randolph Hearst Foundation’s United States Senate Youth Program when called upon to do so by program officials.

The corporation is organized exclusively for one or more purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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, or corresponding section of any future tax code.

FOURTH: The corporation shall have members.

FIFTH: The corporation is to be divided into three classes of members: alumni, associate and corporate. The classes, rights, privileges, qualifications, and obligations of members of this corporation are as follows: Alumni members shall be alumni of the William Randolph Hearst Foundation’s United States Senate Youth Program. Only alumni members may vote at membership meetings. Associate members shall be persons interested in the Mission and purpose of the USSYAA, and shall have no vote. Corporate members shall be those persons or entities that have made charitable contributions to fund activities for the USSYAA, and shall have no vote. All members of the USSYAA may serve on Standing Committees.

SIXTH: The governing body of the USSYAA shall be a Board of Directors (“Board”), which shall be comprised of ten elected officers and an appointed Executive Director. The Executive Director shall not have a Board vote. The provisions for the regulation of the internal affairs of the USSYAA shall be provided in the bylaws.
SEVENTH: Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

EIGHTH: The name and address of the registered agent and registered office of the corporation are:

Michael S. Sundermeyer, Esq.  
3928 Livingston Street, N.W.  
Washington, D.C. 20015  
(202) 362-7350

USSYAA  
3928 Livingston Street, N.W.  
Washington, D.C. 20015  
(202) 362-7350

NINTH: The number of directors constituting the Board of Directors are ten, and the names and addresses, including street and number and zip code of the persons who are to serve as directors until their successors are elected and shall qualify are:

John Selmon Blakley Sr., Esq.  
55 Westminster Road  
Scarsdale, NY 10583-2423

Wendy Jo Peterson  
NW 805 Fisk Street  
Pullman, Washington 99163

Robert R. Middleton Jr., Esq.  
8517 Second Avenue  
Silver Spring, MD 20910

Scott Evan Shapiro  
140 Claremont, Suite 1-F  
New York, NY 10027-4663

Christine Drager, Esq.  
51 D Street, S.E.; Suite 1  
Washington, D. C. 20003

Craig W. Hulvey, Esq.  
944 N. Livingston Street  
Arlington, VA 22205

Michael S. Sundermeyer, Esq.  
3928 Livingston Street, N.W.  
Washington, D. C. 20015

Randy L. Brantley  
Route 3, Box 1500  
Conway, NC 27820
TENTH: The name and address, including street and number and zip code, of each incorporator are:

55 Westminster Road  NW 805 Fisk Street  3928 Livingston Street, N.W.
Scarsdale, NY 10583-2423  Pullman, Washington 99163  Washington, D.C. 20015

I, Michael S. Sundermeyer, Esq., a Notary Public, hereby certify that on the 8th day of August, 2000 that John Selmon Blakley Sr., Esq. appeared before me and signed the foregoing document as incorporators, and has averred that the statements therein contained are true.

(NOTARY SEAL)

I, Edie A. Talbot, a Notary Public, hereby certify that on the 11th day of August, 2000 that Wendy Jo Peterson appeared before me and signed the foregoing document as incorporators, and has averred that the statements therein contained are true.

(NOTARY SEAL)

I, Moira Rickets, a Notary Public, hereby certify that on the 5th day of September, 2000 that Michael S. Sundermeyer, Esq. appeared before me and signed the foregoing document as incorporators, and has averred that the statements therein contained are true.

(DISTRICT OF COLUMBIA

ss:
Subscribed and sworn to before me this 5th day of September, 2000

Moira Rickets
Notary Public

Moira E. Ricketts
NOTARY PUBLIC DISTRICT OF COLUMBIA
My Commission Expires February 28, 2003