

CT CORPORATION

Clerk's Office
 State Corporation Commission
 1300 E. Main Street
 Richmond, Virginia 23219

Am SB 3/13
 060301 0157

Date: 3/1/2006
Entity Name: WIFLE Foundation, Inc.
Order Number: 656362 SO / CAS

Please file the attached on behalf of the above entity's documents as identified below:

Documents Requested		Instructions
Articles of Incorporation/Organization	XX	Re-submission: DCN 06-02-08-0114
Certificate of Authority/Qualification		
Certificate of Limited Partnership		
Amendment		
Merger		
Dissolution/Termination/Withdrawal		
Reinstatement		
Name Reservation/Renewal		
Fictitious Name		
Registered Agent Change		
UCC Filings		
Other		

Special Instructions:

Fees in the amount of \$75.00 are being held for this filing.
 Please call when evidence is available and **hold documents for pickup**.
 If there are any problems with the filing, please call us at (804) 217-7255.

Thank you,

CS
 Christopher A. Savas
 4701 Cox Road
 CT Corporation System
 Suits 301
 Richmond Fulfillment Office
 Glen Allen, VA 23060
 Tel 804 217 7255
 Fax 804 441 6420

*Code 61 50
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 75* *3/14/2006*
JS

0654735

COMMONWEALTH OF VIRGINIA



MARK C. CHRISTIE
CHAIRMAN

THEODORE V. MORRISON, JR.
COMMISSIONER

JUDITH WILLIAMS JAGDMANN
COMMISSIONER

JOEL H. PECK
CLERK OF THE COMMISSION
P.O. BOX 1197
RICHMOND, VIRGINIA 23218-1197

STATE CORPORATION COMMISSION
Office of the Clerk

March 14, 2006

CHRISTOPHER SAVAS
CT CORPORATION SYSTEM
HOLD FOR PICK UP
*

RE: WIFLE Foundation, Inc.
ID: 0654735 - 0
DCN: 06-03-01-0157

Dear Customer:

This is your receipt for \$75.00, to cover the fees for filing articles of incorporation with this office.

The effective date of the certificate of incorporation is March 14, 2006.

If you have any questions, please call (804) 371-9733 or toll-free in Virginia, 1-866-722-2551.

Sincerely,

A handwritten signature in black ink that reads 'Joel H. Peck'.

Joel H. Peck
Clerk of the Commission

CORPRCPT
NEWCD
CIS0313

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND, MARCH 14, 2006

The State Corporation Commission has found the accompanying articles submitted on behalf of
WIFLE Foundation, Inc.

to comply with the requirements of law, and confirms payment of all required fees. Therefore, it
is ORDERED that this

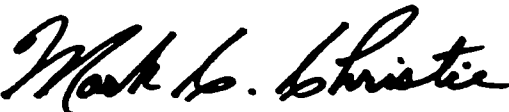
CERTIFICATE OF INCORPORATION

be issued and admitted to record with the articles of incorporation in the Office of the Clerk of
the Commission, effective March 14, 2006.

The corporation is granted the authority conferred on it by law in accordance with the articles,
subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



Commissioner

ARTICLES OF INCORPORATION
VIRGINIA NONSTOCK CORPORATION

The undersigned, pursuant to Chapter 10 of Title 13.1 of the Code of Virginia, states as follows:

1. The name of the corporation is WIFLE Foundation, Inc.
2. The corporation shall have no members.
3. The board of directors of the corporation shall consist of a minimum of one and not more than five directors, and the number of directors may be fixed or changed from time to time within such minimum and maximum by the board of directors. The maximum number of directors may be increased or decreased from time to time by the incorporator. The initial directors of the corporation shall be appointed by the incorporator. All subsequent directors shall be appointed by the Board of Directors of Women in Federal Law Enforcement, Inc.
4.
 - A. The name of the corporation's initial registered agent is Margaret M. Moore.
 - B. The initial registered agent is an individual who is a resident of Virginia and an initial director of the corporation.
5.
 - A. The corporation's initial registered office address which is the address of the initial registered agent is: 316 South Fayette Street, Alexandria, Virginia 22314.
 - B. The registered office is physically located in the City of Alexandria.
6. **Purpose.** The purposes for which the corporation is organized and operated are to engage exclusively in such educational and other non-profit activities as may qualify it for exemption from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (hereinafter referred to as the "Code") (or the corresponding provision of any future federal income tax law).

Without restricting the generality of the foregoing, the purposes for which this corporation is organized are, *inter alia*, (i) to determine and carry out the charitable and educational agenda of Women in Federal Law Enforcement, Inc., a Virginia nonstock corporation ("WIFLE") that has been determined to be exempt from federal income tax under Section 501(c)(6) of the Internal Revenue Code of 1954 (hereafter referred to as the "Code"); (ii) to educate and enlighten

Code of 1954 (hereafter referred to as the "Code"); (ii) to educate and enlighten the public about women in law enforcement, and women serving in law enforcement-related positions, (iii) to provide or conduct training conferences, programs and educational events and workshops of interest and benefit to women in law enforcement and law enforcement-related positions; (iv) to assist WIFLE members to attend training or other educational events relating to women in law enforcement and law enforcement-related activities; (v) to conduct research and develop model policies aimed at improving gender equity in law enforcement; and (vi) to act as an information-sharing network for women interested in or currently employed in law enforcement or law enforcement-related positions.

- 7 Prohibited Activities.** No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers or other private persons, except that the corporation shall have the authority to pay reasonable compensation for services actually rendered to or for the corporation. Except to the extent permitted by Sections 501(c)(3), and (h) of the Code, no substantial part of the activities of the corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation or the Virginia Code governing or pertaining to the corporation or the bylaws of the corporation, the corporation shall not engage in or carry on any activities not permitted to be engaged in or carried on by a corporation described in Section 501(c)(3) of the Code (or the corresponding provision of any future federal income tax law) and exempt from taxation under Section 501(a) of the Code (or the corresponding provision of any future federal income tax law), or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code (or the corresponding provision of any future federal income tax law).
- 8.** In the event of the dissolution of the corporation, or in the event it shall cease to carry out the objects and purposes herein set forth, all of the business, property and assets of the corporation shall go and be distributed to a nonprofit corporation qualifying as an organization exempt from federal income tax under the provisions of Section 501(c)(3) of the Code, as amended, or the corresponding provision of any future federal income tax law, and as an organization qualifying as a public charity under the provisions of Section 509(a)(1) or 509(a)(2) of the Code, as amended, or the corresponding provision of any future federal income tax law, as the directors of the corporation may select and designate; and in no event shall any of said assets or property, in the event of dissolution thereof, go or be distributed or contributed by such directors, for any other such purpose. Any of such assets not so disposed of shall be disposed of by the district court of the county in which the principal office of the

corporation is then located, exclusively for such purposes, or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

9. The directors and officers of the corporation shall be indemnified and shall be limited in their liability to the fullest extent permissible under the laws of the Commonwealth of Virginia.

10. The initial director is:

Name:
Margaret M. Moore

Address:
316 So. Fayette Street
Alexandria, VA 22314

11. Incorporator:

Women in Federal Law Enforcement, Inc.



By: Margaret M. Moore
Its: Sole Director

Dated this 28th day of January, 2006.

