

RECORDER OF DEEDS

WASHINGTON



This is to certify *that the pages attached hereto constitute a full, true, and complete copy of* CERTIFICATE AND ARTICLES OF INCORPORATION OF THE INSTITUTE OF NAVIGATION (D.C.), AS RECEIVED AND FILED JANUARY 26, 1967.

as the same appears of record in this office.

In Testimony Whereof,
I have hereunto set my hand and caused
the seal of this office to be affixed, this

the 30th ----- day of

----- MAY ----- A. D. 1978

PETER S. RIDLEY,
Recorder of Deeds, D. C.

Margaret C. Stike

670172

OFFICE OF RECORDER OF DEEDS, D. C.

Corporation Division
Sixth and D Streets, N. W.
Washington, D. C. 20001

CERTIFICATE

THIS IS TO CERTIFY that all provisions of the District of Columbia
Non-profit Corporation Act have been complied with and ACCORD-
INGLY this Certificate of Incorporation

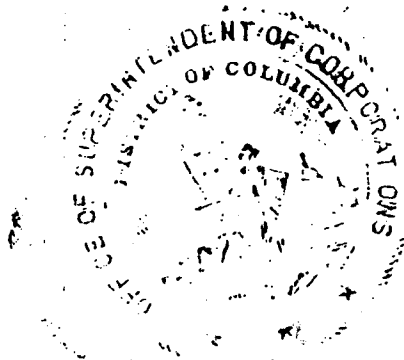
is hereby issued to the THE INSTITUTE OF NAVIGATION (D.C.)

as of the date hereinafter mentioned.

Date - January 26, 1967

PETER S. RIDLEY,
Recorder of Deeds, D. C.

Alfred Goldstein
Alfred Goldstein
Superintendent of Corporations



ARTICLES OF INCORPORATION
OF
THE INSTITUTE OF NAVIGATION (D.C.)

Pursuant to the District of Columbia
Nonprofit Corporation Act

* * * * *

TO: The Recorder of Deeds, D.C.
Washington, D.C.

We, the undersigned natural persons of the age of
twenty-one years or more, acting as incorporators of a cor-
poration 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 INSTITUTE OF NAVIGATION (D.C.)

SECOND: The period of its duration is perpetual.

THIRD: The objects and purposes for which the corporation is
organized and shall operate are as follows:

To co-ordinate the improvements for forward strides
made in navigation and related arts and sciences by the armed
services, industry, and the universities.

To establish centers of and furnish facilities for
research in navigation and allied and related arts and sciences.

To develop and promote programs to interest the youth
of the United States of America in navigation and allied arts
and sciences and to approve and encourage seminars to be given
in navigation and related arts and sciences, and to conduct

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BY: _____

contests between youths of the various parts of the United States of America in the knowledge, and application thereof; of the fields of navigation and allied and related arts and sciences.

To promote and develop the highest standards for navigation in order to insure safety in navigation whether by air, or by sea, or in space.

In general, to carry on any other activities in connection with the foregoing and to carry on any other activities of similar nature.

To publish a journal devoted to a review of progress made in navigation and allied and related arts and sciences.

To hold national and regional meetings where members of the corporation and all other persons who are interested in any of the aspects of navigation and allied and related arts and sciences may meet on a professional scientific basis and exchange information and develop facilities and promote in any way possible the interests of navigation and allied and related arts and sciences.

To establish grants and fellowships in existing schools, colleges and universities for advanced study in navigation and allied and related arts and sciences.

In connection with the foregoing objects and purposes, the corporation shall receive, administer, maintain, use and employ funds and property, real and personal, exclusively for educational, scientific, research and/or literary purposes beneficial to the public, as such terms and purposes are used and defined in or in connection with Section 501(c)(3) of the Internal Revenue Code of 1954, relating to tax exempt corporations, and in or in connection with Section 170(c)(2) of said Code (or the corresponding provisions of any future United States Internal Revenue Law), and the Regulations pertaining thereto as they now exist or hereafter may be amended, and to pursue such objects and purposes either directly or by contribution to organizations which qualify as an exempt organization pursuant to the said Code and said Section thereof.

In pursuance and furtherance of the foregoing objects and purposes as limited, and for no others, the corporation shall have power:

1. To accept, acquire, receive, take, and hold by bequest, devise, grant, gift, purchase, exchange, lease, transfer,

judicial order or decree, or otherwise, any property, both real and personal, of whatever kind, nature, or description and wherever situated.

2. To improve, sell, exchange, convey, mortgage, lease, transfer, or otherwise dispose of, any such property, both real and personal, as the objects and purposes of the corporation may require, subject to such limitations as may be prescribed by law.

3. To borrow money, and, from time to time, to make, accept, endorse, execute, and issue bonds, debentures, promissory notes, bills of exchange, and other obligations of the corporation for moneys borrowed or in payment for property acquired or for any of the other purposes of the corporation, and to secure the payment of any such obligations by mortgage, pledge, deed, indenture, agreement, or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property, rights, or provisions of the corporation wherever situated, whether now owned or hereafter to be acquired.

4. To invest and reinvest its funds in such partnership interests, stock, common or preferred, bonds, debentures, mortgages, or in such other associations, securities and property as its Board of Directors shall deem advisable, subject to the limitations and conditions contained in any bequest, devise, grant, or gift, provided such limitations and conditions are not in conflict with the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

5. To have offices and to promote and carry out its objects and purposes within and without the District of Columbia and the states, territories and possessions of the United States, and in foreign countries.

6. To enter into, make, perform and carry out any contracts or agreements in furtherance of any of its objects and purposes, without limit as to amount, with any person, firm, committee, association or corporation, in any part of the world.

7. In general, and subject to such limitations and conditions as are or may be prescribed by law, to exercise such other powers which now are or hereafter may be conferred by law upon a corporation organized for the purposes hereinabove set forth, or necessary or incidental to the powers so conferred, or conducive to the attainment of the purposes of the corporation, and none others.

The foregoing objects, purposes and powers are each and all subject to the further limitation that

a) This corporation is a nonprofit corporation organized without capital stock.

b) No part of the net earnings of the corporation shall inure to the benefit of any director or officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no director or officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets or dissolution of the corporation.

c) No 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.

d) Notwithstanding any other provisions of these articles, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as they now exist or hereafter may be amended.

e) In the event of the liquidation, dissolution or winding up of the business and affairs of the corporation, whether voluntary or involuntary or by operation of law, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such corporation(s) or organization(s) organized and operated exclusively for educational, literary, research and/or scientific purposes as shall at the time qualify as exempt corporation(s) or organization(s) under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Code), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the United States District Court for the District of Columbia, exclusively for such purposes or to such corporation(s) or organization(s), as said court shall determine, which are organized and operated exclusively for such purposes.

FOURTH: The corporation shall have members.

FIFTH: The corporation shall have one or more classes of membership with such designations, qualifications, rights and powers as shall be set forth in the By-laws of the corporation or determined in the manner prescribed by the By-laws, provided, however, that not less than one class of members of the Corporation shall have the right to vote and shall elect the directors of the corporation in the manner prescribed by said By-laws.

SIXTH: Provisions for the regulation of the internal affairs of the corporation shall be set forth in the By-laws of the corporation to the extent that they are not set forth herein, as follows:

(1) No directorship, officership or membership in this corporation shall be assignable inter vivos or pass to any personal representative, heir or devisee of any director, officer or member.

(2) The private property of the directors, officers and members of the corporation shall not be subject to payment of the corporate debts to any extent whatever.

SEVENTH: The address, including street and number, of the corporation's initial registered office is Suite 912, 711 - 14th Street, N. W., Washington, D. C. 20005.

The name of its initial registered agent at such address is Ross E. Freeman.

EIGHTH: The number of directors constituting the initial Board of Directors is three (3).

The names and addresses, including street and number, of the persons who are to serve as the initial directors until their successors be elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Raynor L. Duncombe	711 - 14th St., N. W., Wash., D. C.
C. Towner French	711 - 14th St., N. W., Wash., D. C.
Ross E. Freeman	711 - 14th St., N. W., Wash., D. C.

NINTH: The name and address, including street and number, of each incorporator is:

NAME

ADDRESS

Raynor L. Duncombe

711 - 14th St., N. W., Wash., D. C.

C. Towner French

711 - 14th St., N. W., Wash., D. C.

Ross E. Freeman

711 - 14th St., N. W., Wash., D. C.

Raynor L. Duncombe

Raynor L. Duncombe

C. Towner French

C. Towner French

Ross E. Freeman

Ross E. Freeman

Dated: January 20, 1967.

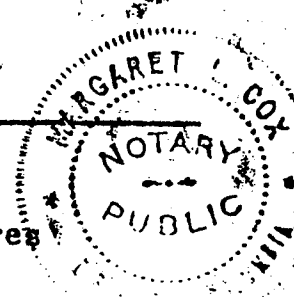
DISTRICT OF COLUMBIA) SS.:

I, *Margaret L. Cox*, a Notary Public, hereby certify that on January 20, 1967, personally appeared before me, Raynor L. Duncombe, C. Towner French and Ross E. Freeman, who, being first duly sworn, declared that they severally and individually signed the foregoing document as incorporators, and that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.

Margaret L. Cox

Notary Public



My Commission Expires

Nov 20, 1971