

CHARTER STATEMENT

Article of Incorporation of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Maryland, do hereby certify:

First: On October 6, 2006, a meeting was held to vote on whether William A Diggs Elementary School will form a Parent Teacher Organization or a Parent Teacher Association. Parents and guardians of students attending William A. Diggs Elementary School elected to form a Parent Teacher Organization ("PTO").

Second: On November 9, 2006, individuals were either nominated or volunteered to the hold positions on the Executive Board. The following individuals were elected:

President: David Joseph
Vice President: Maurice McLeod
Secretary: Marie Davis
Treasurer: Amy Warren

Third: On December 7, 2006 the Bylaws for the William A. Diggs Elementary School PTO were approved by the Executive Board and the general PTO membership.

Fourth: The name of the Corporation shall be William A. Diggs Elementary School Parent Teacher Organization ("PTO").

Fifth: The place in this state where the principal office of the Corporation is to be located is the City of Waldorf, Charles County.

Sixth: Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, 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 the corresponding section of any future federal tax code.

Seventh: The names and addresses of the persons who are the initial trustees of the corporation are as follows:

Name: Kristin Shields, Principal
Address: William A. Diggs Elementary School, 2615 Davis Road, Waldorf, MD 20603.

Eighth: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. 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 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, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Ninth: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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.

In witness whereof, we have hereunto subscribed our names this 7th day of December 2006.

Kristin B. Shields

State of Maryland:

On December 7, 2006, before me, Jill Fronck, personally appeared Kristin Shields, Principal of William A. Diggs Elementary School, personally known to me (or proved to me on the basis of satisfactory evidence) to be the Person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Jill Fronck
Witness