

**ARTICLES OF INCORPORATION
OF
CHILD NURTURE AND RELIEF, INC.**

FIRST: I, the undersigned, under and by virtue of Chapter 10 of Title 13.1 of the Code of Virginia authorizing the formation of a nonstick corporation, do form a corporation.

SECOND: The name of the corporation is Child Nurture And Relief, Inc. (the "Organization"), a nonstick and nonprofit Virginia corporation organized within the purpose of Section 501(c)(3) of the Internal Revenue Code of 1986.

THIRD: The period of duration is perpetual.

FOURTH: The purpose for which the Organization is organized and the objectives to be carried on and promoted by it, are as follows:

1. to promote efficient and quality services for children in need through education, training, consultation, conferences, publications, research, and other lawful means;
2. to empower children in need with skills and emotional support through guidance, counseling and information dissemination to help them become responsible and productive members of the society;
3. to assist communities in coping with the orphans by organizing and maintaining shelters, homes and similar facilities;
4. to offer the most appropriate and prompt permanency plans for children separated from their families due to wars and other violent conflicts;

5. to promote an open exchange of ideas, data, and resources within and across systems that serve children in need, and to be a conduit for that information;
6. to provide economic stability for children in impoverished households by offering skills training to their parents;

7. to receive and maintain a fund or funds of money, real or personal property or any combination thereof and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principle thereof exclusively for charitable, scientific or educational purposes, either directly or by contributions to organizations that qualify as exempt organizations under Section (501)(c)(3) of the Internal Revenue Code of 1986, or any corresponding provisions of any subsequent Federal tax laws.

Notwithstanding any other provision hereof, the Organization 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 of 1986 (or any corresponding provisions of any subsequent Federal tax laws) and by an organization, contributions to which are deductible under Section 170(c)(2) of such Code (or any corresponding provisions of any subsequent Federal tax laws).

Such purposes are to be carried out through any and all lawful activities, including others not specifically stated above, but permissible for use by non-profit corporations in furtherance of their stated purposes.

FIFTH: Provisions for the regulation of the internal affairs of the Organization, including provisions for the distribution of assets on dissolution or final liquidation are:

- (a) **No Private Benefit.** No part for the net earnings of the Organization shall inure to the benefit of any Trustee or Officer of the Organization, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Organization in furtherance of one or more of its purposes), and no Trustee or Officer of the Organization, or any private individual shall be entitled to

share in the distribution of any of the corporate assets on dissolution of the Organization.

- (b) **Legislative and Political Activity.** No substantial part of the activities of the Organization shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Organization shall not participate in or intervene (including the publication or distribution of statements), directly or indirectly, in any political campaign on behalf or in opposition to any candidate for public office.
- (c) **Distribution of Assets upon Dissolution.** Upon the dissolution of the Organization or the winding up of its affairs, the assets of the Organization shall be distributed exclusively to such charitable, scientific or educational organizations, as its Board of Trustees shall select, which then qualify under the provisions of Section (501)(c)(3) of the Internal Revenue Code of 1986 (or any corresponding provisions of any subsequent Federal tax laws), for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county where the principal office of the Organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine are organized and operated exclusively for such purposes.

SIXTH: The Organization shall have no members.

SEVENTH: The Organization shall not be authorized to issue capital stock.

EIGHTH: The post office address of the principal office in this state is 21029 Roaming Shores Ter., Ashburn VA, 20147.

NINTH: The initial Registered Office of the corporation shall be located at 21029 Roaming Shores Ter., Ashburn, VA 20147, in the County of LOUDOUN. The name of the registered agent of the Organization in this state is Irfan A Shahmiri. The registered agent is a resident of Virginia and a member of the Board of Directors. The registered agent's business office is identical to the address of the registered office.

TENTH: The Board of Directors (the "Board") shall consist of at least one (1) Director. The Directors of the Board constituting the initial Board of Directors of the Organization shall be one. Any and all other directors shall be appointed by the initial director. The name and address of the initial Director who shall act until his successors are duly elected and qualified is:

**Irfan A Shahmiri,
21029 Roaming Shores Ter.,
Ashburn, VA 20147.**

The undersigned incorporator, in executing the forgoing Articles of Incorporation, hereby acknowledges the same to be his act and further acknowledges that, to the best of his knowledge, the matters and facts set forth herein are true in all material respects under the penalties of perjury.

The undersigned incorporator has signed these Articles of Incorporation on this 1st day of December, 2002.

Irfan A Shahmiri