

**ARTICLES OF INCORPORATION
OF
BRIDLE PATHS**

To: Clerk of the State Corporation Commission
P.O. Box 1197
Richmond, Virginia 23218-1197

I, the undersigned natural person, acting as incorporator of a corporation under Chapter 10, Title 13.1 of the Code of Virginia (the "Virginia Nonstock Corporation Act"), adopt the following Articles of Incorporation for such corporation (the "Corporation"):

FIRST: Name. The name of the Corporation is Bridle Paths.

SECOND: Term. The term of the Corporation shall be perpetual.

THIRD: Purposes.

(a) The Corporation is a non-stock, nonprofit corporation, and it is organized and shall be operated exclusively for charitable, 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.

(b) In furtherance of its purposes, the Corporation shall offer support to individuals and families faced with physical, cognitive, psychological, and emotional needs, through conducting safe, effective, and high-quality equine assisted activities.

(c) Notwithstanding any other provision of these Articles to the contrary, the Corporation is organized to function exclusively as an organization described in section 501(c)(3) of the Code, contributions to which are deductible for U.S. Federal income tax purposes.

FOURTH: Powers. In order to facilitate the fulfillment of its purposes, the Corporation shall have and may exercise all powers available to corporations under the Virginia Nonstock Corporation Act, as the same now exists or may hereafter be amended. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any activity, exercise any power or do any act that a corporation formed under the Virginia Nonstock Corporation Act, as the same now exists or may hereafter be amended, may not at the time lawfully carry on or do.

Without limiting the powers the Corporation may lawfully exercise, the Corporation shall have the power to take and receive funds from individuals, profit-making corporations, charitable, educational or other nonprofit organizations (including foundations), the Government of the United States, and state and local governments.

FIFTH: Stock and Membership. The Corporation shall not have the authority to issue any capital stock. The Corporation shall have no members.

SIXTH: Board of Directors. Except as otherwise provided by law or in any Bylaw of the Corporation, the affairs of the Corporation shall be managed by a Board of Directors, and the internal affairs of the Corporation shall be regulated by the Corporation's Bylaws in effect from time to time. The number of directors shall be as provided in the Bylaws; *provided* that such number shall not be less than one (1). Directors shall be elected, to serve for

such term as is set forth in the Bylaws, at the annual meeting of the Board of Directors by a majority vote of directors then in office.

SEVENTH: Initial Directors and Director Selection. The powers of the incorporators shall terminate upon the filing of these Articles. The number of directors constituting the initial Board of Directors of the Corporation is five (5), and the names and addresses of the individuals who are to serve as the initial directors, until their successors have been elected and qualified, are:

Kathleen M. Fallon
1909 Woodgate Lane
McLean, VA 22101

Christine Long
7317 Churchill Road
McLean, VA 22101

Elizabeth Porter Moran
612 Yeonas Drive SW
Vienna, VA 22180

Rebecca Stevens
2035 Golf Course Drive
Reston, VA 20191

Alison Umberger
1119 King Street #2
Alexandria, VA 22314

EIGHTH: Incorporator. The name and address, including street and number, of the incorporator are:

Elizabeth B. DeYoung
1201 Pennsylvania Avenue, NW
Washington, DC 20004-2401

NINTH: Restrictions and Limitations.

(a) The Corporation shall not have or exercise any power or authority either expressly, by interpretation or by operation of law, nor shall it directly or indirectly engage in any activity, that would prevent it from qualifying (and continuing to qualify) as a corporation described in section 501(c)(3) of the Code, contributions to which are deductible for U.S. Federal income tax purposes.

(b) The Corporation shall not be conducted or operated for profit, and no part of the net earnings or assets of the Corporation shall inure to the benefit of, or be distributable to, any of its incorporators, directors, 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.

(c) No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation; nor shall it in any manner or to any extent participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

(d) Neither the whole, nor any part or portion, of the net earnings or assets of the Corporation shall be used, nor shall the Corporation ever be organized or operated, for purposes other than those stated in Article THIRD hereof.

(e) If the Corporation shall during any period be treated as a private foundation as defined in section 509(a) of the Code, the Corporation shall during any such period:

(1) distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Code;

(2) not engage in an act of self-dealing as defined in section 4941(d) of the Code;

(3) not retain any excess business holdings as defined in section 4943(c) of the Code;

(4) not make any investments in such manner as to subject it to tax under section 4944 of the Code; and

(5) not make any taxable expenditures as defined in section 4945(d) of the Code.

TENTH: Registered Office and Agent. The address of the initial registered office of the Corporation, which is located in Fairfax County, is:

1909 Woodgate Lane
McLean, VA 22101

The initial registered agent at the foregoing office is Kathleen M. Fallon, an individual who is a resident of Virginia and an initial director of the Corporation.

ELEVENTH: Amendment. The Board of Directors shall have the right to amend any provision contained in these Articles of Incorporation or in the Bylaws of the

Corporation in the manner now or hereafter provided by law, provided that any such amendment shall be consistent with the requirements of section 501(c)(3) of the Code.

TWELFTH: Liquidation. In the event of the termination, dissolution or winding up of the Corporation in any manner or for any reason whatsoever, subject to the laws of the Commonwealth of Virginia, its remaining net assets after payment of all lawful debts and liabilities of the Corporation, if any, shall be distributed exclusively for one or more of the purposes stated in Article THIRD hereof in such manner, or to one or more organizations then described in section 501(c)(3) of the Code, as the Board of Directors shall determine; and none of such property, assets or proceeds shall be distributed to, or divided among, any of the directors or officers of the Corporation or any other private individual.

IN WITNESS WHEREOF, the incorporator hereof has signed these Articles of Incorporation on this 13th day of April, 2012.


Elizabeth B. DeYoung