

ARTICLES OF INCORPORATION

OF

THE WASHINGTON GROUP, INC.,  
AN ASSOCIATION OF UKRAINIAN AMERICAN PROFESSIONALS

We, the undersigned, natural persons of the age 21 or more, do hereby associate ourselves together for the purpose of forming a nonprofit corporation under the District of Columbia Nonprofit Corporation Act.

ARTICLE ONE  
NAME

The name of the corporation shall be The Washington Group, Inc., An Association of Ukrainian American Professionals.

ARTICLE TWO  
DURATION

The period of duration of the corporation shall be perpetual.

ARTICLE THREE  
PURPOSE

The purposes of the corporation shall be to establish a professional and business network of Ukrainian Americans to promote closer professional ties and contacts; strive to promote the human and civil rights of Ukrainians; strive to eliminate discrimination and prejudice aimed at Ukrainian Americans; promote a greater understanding of Ukrainian history and culture among Americans; and encourage active participation of Ukrainian Americans in promoting the welfare of the community.

ARTICLE FOUR  
NONPROFIT STATUS

The corporation shall be nonstock. 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 Three hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and

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the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any 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 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 corresponding section of any future federal tax code.

#### ARTICLE FIVE PRIVATE FOUNDATION STATUS

This corporation shall be a private foundation. As such, it:

1) will distribute its income for each tax 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 Internal Revenue Code, or corresponding section of any future federal tax code;

2) will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or corresponding section of any future federal tax code;

3) will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or corresponding section of any future federal tax code;

4) will not make any investments in such manner as to subject it to tax under section 4944 of the Internal Revenue Code, or corresponding section of any future federal tax code;

5) will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or corresponding section of any future federal tax code.

#### ARTICLE SIX VOTING RIGHTS OF MEMBERS

Only full members of the corporation in good standing, as defined in the corporation's bylaws, shall be entitled to one vote per member for the purpose of electing directors and officers, and conducting other corporate business as specified in the corporation's bylaws.

ARTICLE SEVEN  
ELECTION OF DIRECTORS

The manner of election of directors of the corporation shall be provided in the corporation's bylaws.

ARTICLE EIGHT  
DISSOLUTION

The corporation may be dissolved by a majority vote of the members at an annual general membership meeting. Upon dissolution, the assets, after payment of any and all debts, shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, to one or more organizations that are engaged in activities to promote the best interests of the Ukrainian American community and that qualify under the section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Board of Directors shall select the organization or organizations to which the assets are to be distributed and shall determine the apportionment of the assets if more than one organization is selected. Any assets not distributed in this manner shall be distributed to the federal government, or to a state or local government, for a public purpose, or shall be disposed of by a court of competent jurisdiction in 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.

ARTICLE NINE  
REGISTERED OFFICE AND REGISTERED AGENT

The address, including street and number, of the initial registered office of the corporation in the District of Columbia is 3701 Connecticut Avenue, Northwest, Suite 137, Washington, D.C. 20008, and the name of the initial registered agent at such address is Natalie Sluzar.

ARTICLE TEN  
DIRECTORS

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

The names and addresses, including street number, if any, of the persons who are to serve as directors until the first annual



meeting of the corporation or until their successors are elected and qualify are:

1. Wolodymyr Sulzynsky 8203 Doctor Craik Court  
Alexandria, Virginia 22306
2. Natalie Sluzar 3701 Connecticut Avenue, Northwest  
Suite 137  
Washington, D.C. 20008
3. Eugene Iwanciw 6138 N. 12th Street  
Arlington, Virginia 22205

ARTICLE ELEVEN  
INCORPORATORS

The names and addresses, including street and number, if any, of each incorporator are:

1. Yaroslav Bihun 1500 Massachusetts Avenue, Northwest  
Suite 462  
Washington, D.C. 20005
2. Daria Stec 2939 Van Ness Street, Northwest  
Suite 542  
Washington, D.C. 20008
3. Marta Pereyma 1625 North Ode Street  
Arlington, Virginia 22209

ARTICLE TWELVE  
AMENDMENTS

These articles may be amended in the manner provided by statute at the time of amendment.

In witness whereof, we have executed these articles of incorporation on October 17, 1984.

Yaroslav Bihun  
Yaroslav Bihun

Daria Stec  
Daria Stec

Marta K. Pereyma  
Marta Pereyma

Martha V. Boyd  
Notary Public, 10/17/84