

ARTICLES OF INCORPORATION

of the

APPALACHIAN SEARCH & RESCUE CONFERENCE, INC.

We hereby associate to form a non-stock corporation under the provisions of Chapter Two, Title 13.1 of the Code of Virginia, and to that end set forth the following:

ARTICLE I - NAME

The name of this corporation is the Appalachian Search & Rescue Conference, Inc., hereinafter referred to as the Corporation.

ARTICLE II - PURPOSES

This Corporation is organized for the following purposes:

- A. To provide wilderness search and rescue capability, and special technical rescue capability, within the State of Virginia and in other regions as necessary;
- B. To conduct training programs in subjects related to wilderness search and rescue and special technical rescue;
- C. To conduct training programs in subjects related to wilderness safety and survival;
- D. To serve as a coordinating agency for related rescue and survival information, equipment and resources; and
- E. To conduct and carry out the work of the Corporation, not for profit, but exclusively for humanitarian, educational and public service purposes.

ARTICLE III - NON-PROFIT STATUS

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Directors, Officers, Members 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 II hereof.

ARTICLE IV - MEMBERSHIP

The classes of membership in the Corporation shall be as follows:

- A. Active Members -
Those persons who actively participate in the search and rescue, and technical rescue, activities of the Corporation. They shall be selected by the Board of Directors and shall have full voting rights.
- B. Associate Members -
Those persons and organizations who actively support the search and rescue, and technical rescue, activities of the Corporation. They shall be selected by the Board of Directors and shall have no voting rights.
- C. Sustaining Members -
Those persons and organizations who desire to support the purposes of the Corporation. They shall be selected by the Board of Directors and shall have no voting rights.

ARTICLE V - BOARD OF DIRECTORS

- A. Directors must be Voting Members, shall be elected by the Voting Membership, and shall conduct the business of the Corporation.
- B. The number and terms of office of Directors shall be as set forth in the Bylaws.

ARTICLE VI - MEMBERSHIP MEETINGS

- A. General Meetings:
General Membership Meetings shall be held at least once per calendar year at such time and place as shall be determined by the Board of Directors.
- B. Special Meetings:
Special Membership Meetings shall be held in accordance with procedures set forth in the Bylaws.

ARTICLE VII - DISSOLUTION

In the event of the dissolution of the Corporation, and after paying or making provision for the payment of all the liabilities of the Corporation, all real and personal property then owned by it shall be conveyed, transferred and paid over to or for the use of such non-profit corporations as the membership shall select and determine as having most nearly the general objectives contemplated in the incorporation of the APPALACHIAN SEARCH & RESCUE CONFERENCE, INC., subject, however, to Federal and State limitations which may result from the tax-exempt status of the Corporation, and the provisions of Article III.

ARTICLE VIII - AGENT

The initial registered Agent of the Corporation is Raymond Cole, Jr., a resident of Fairfax County, whose business address is 2617 Jefferson Drive, Alexandria, Virginia 22303.

ARTICLE IX - OFFICE

The initial registered Office of the Corporation, in Fairfax County, shall be 2617 Jefferson Drive, Alexandria, Virginia 22303.

ARTICLE X - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall number four, and the names and addresses of the initial Directors are as follows:

Rita G. Cloutier
4600 Connecticut Ave. NW
Washington, D.C. 20008

Raymond Cole, Jr.
2617 Jefferson Drive
Alexandria, Virginia 22303

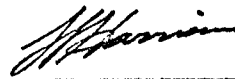
Keith Conover
5605 Bouffant Boulevard
Alexandria, Virginia 22311

Gene Harrison
8802 Portner Avenue
Manassas, Virginia 22110

ARTICLE XI - MUTUAL AID AND PROTECTION

Due to the inherent hazards and special requirements of search and rescue activities, the Board of Directors is authorized and empowered to establish agreements with appropriate Federal, State and local authorities, and other organizations as necessary, to assure mutual aid, benefit and protection in pursuance of the purposes of the Corporation. Furthermore, the Board of Directors shall establish appropriate arrangements to minimize or prevent undue personal loss or hardship by the Members, Officers and Directors of the Corporation during, or resulting from, the proper performance of their duties.

WITNESS OUR HANDS AND SEALS THIS 3rd DAY OF OCTOBER 1975,
IN MANASSAS, VIRGINIA.



Gene Harrison