

THEODORE V. MORRISON, JR.
CHAIRMAN

MARK C. CHRISTIE
COMMISSIONER

JUDITH WILLIAMS JAGDMANN
COMMISSIONER

COMMONWEALTH OF VIRGINIA



JOEL H. PECK
CLERK OF THE COMMISSION
P.O. BOX 1197
RICHMOND, VIRGINIA 23218-1197

STATE CORPORATION COMMISSION Office of the Clerk

August 8, 2007

LYNWOOD W LEWIS JR
PO BOX 478
ACCOMAC, VA 23301

RE: Francis Makemie Society
ID: 0681669 - 8
DCN: 07-07-27-0072

Dear Customer:

This is your receipt for \$75.00, to cover the fees for filing articles of incorporation with this office.

The effective date of the certificate of incorporation is August 8, 2007.

If you have any questions, please call (804) 371-9733 or toll-free in Virginia, 1-866-722-2551.

Sincerely,

A handwritten signature in black ink that reads 'Joel H. Peck'.

Joel H. Peck
Clerk of the Commission

CORPRCPT
NEWCD
CIS0313

Commonwealth of Virginia



STATE CORPORATION COMMISSION

Richmond, August 8, 2007

This is to certify that the certificate of incorporation of

Francis Makemie Society

was this day issued and admitted to record in this office and that the said corporation is authorized to transact its business subject to all Virginia laws applicable to the corporation and its business. Effective date: August 8, 2007



State Corporation Commission

Attest:

Joel H. Beck
Clerk of the Commission



COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

SCC819
(07/05)

ARTICLES OF INCORPORATION
VIRGINIA NONSTOCK CORPORATION

1. The name of the corporation is

Francis Makemie Society

2. The corporation is to have no members. Mark this box, if applicable.

OR

The corporation is to have the following class(es) of members:

Class A members no other classes; further membership provisions shall be set forth in the corporation's bylaws.

3. The directors of the corporation shall be elected or appointed as follows:

Elected by the corporation's members.

4. A. The name of the corporation's initial registered agent is

Richard F. Hall, III

B. The initial registered agent is (mark appropriate box):

(1) an individual who is a resident of Virginia **and**

an initial director of the corporation.

a member of the Virginia State Bar.

OR

(2) a domestic or foreign stock or nonstock corporation, limited liability company, or registered limited liability partnership authorized to transact business in Virginia.

5. A. The corporation's initial registered office address, including the street and number, if any, which is identical to the business office of the initial registered agent, is

23113 Mount Custis Drive, P. O. Box 680 Accomac, VA 23301
(number/street) (city or town) (zip)

B. The registered office is physically located in the county or city of Accomack

6. The initial directors are (see instructions):

NAME(S)

ADDRESS(ES)

Please see attached.

7. INCORPORATOR(S):

SIGNATURE(S)

Lynwood W. Lewis, Jr.

PRINTED NAME(S)

Telephone number (optional): 757 787-2620

See instructions on the reverse.

**COMMONWEALTH OF VIRGINIA – STATE CORPORATION COMMISSION
NONSTOCK CORPORATION
ARTICLES OF AMENDMENT OF FRANCIS MAKEMIE SOCIETY**

The undersigned, on behalf of the nonstock corporation set forth below, pursuant to Title 13.1, Chapter 10, Article 10 of the Code of Virginia, states as follows:

1. The name of the corporation is Francis Makemie Society
2. Amendments:

FIRST:

The purpose or purposes for which the corporation is formed are as follows:
Non-profit, charitable, and educational purposes.

SECOND

The Corporation shall not have any capital stock, and the conditions of the membership and manner in which directors are elected or appointed is as shall be provided in the organizational bylaws.

THIRD

It is also organized for purposes which are exclusively religious, charitable, scientific, literary, and education within the meaning of section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

FOURTH

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 corresponding section of any future federal tax code. Any such assets not so disposed of shall be disposed of by the Circuit Court 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.

3. The foregoing amendments were adopted by the corporation on August 4, 2010.
4. The adoption of the amendments was duly approved by the Board of Directors by a vote of at least two-thirds of the directors in office. Member approval of the amendments was not required because the corporation has no members with voting rights.

Executed in the name of the corporation by:

Richard F. Hall III 8-21-10
(Signature) (Date)

Richard F. Hall, III Chairman, Board of Directors
(Printed Name) (Corporate Title)

0681669-8 (757) 787-7955
(Corporation's SCC ID No.) (Telephone Number (Optional))

FRANCIS MAKEMIE SOCIETY DIRECTORS

C. Ames Byrd
102 Hampshire Terrace
Pocomoke City, Maryland 21851

John H. Duer, III
5442 Cherry Hill Lane
Salisbury, Maryland 21801

William Maury Enright (Secretary)
P. O. Box 44
Wattsville, Virginia 23483

Mark S. Fisher
P. O. Box 43
Sanford, Virginia 23426

Richard F. Hall, III
P. O. Box 680
Accomac, Virginia 23301

C. D. Fleming, Jr.
P. O. Box 101
New Church, Virginia 23415

Mary M. Gladding (Treasurer)
25317 Jolly Neck Road
Withams, Virginia 23488

L. Bruce Holland
28321 Holland Lane
New Church, Virginia 23415

Kenneth Holland
4041 Whitesburg Road
Pocomoke City, Maryland 21851

Homer Mason
26061 Saxis Road
Temperanceville, Virginia 23442

Rev. David S. Parke (Vice Chairman)
31381 Old Rehobeth Road
Westover, Maryland 21871

Edward L. Perry, Jr.
P. O. Box 58
Onancock, Virginia 23417

Ralph F. Young
19604 Metompkin Road
Parksley, Virginia 23421

Warner F. Young, Jr.
P. O. Box 1145
Eastville, Virginia 23347

John Verrill (Executive Director)
P. O. Box 325
Hebron, Maryland 21830