

**ARTICLES OF INCORPORATION
Of
CATOCTIN LAND TRUST, INC.**

THIS IS TO CERTIFY THAT:

FIRST: The name of the Corporation is: Catoctin Land Trust, Inc.

SECOND: The Corporation is organized exclusively for conservation, ecological, scientific, historical, educational, scientific, literary and other charitable purposes described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (hereinafter the "Code"), and the Treasury Regulations thereunder or otherwise pertaining thereto (the "Regulations"), further including but not restricted to the following more specific purposes:

A. To educate the members of the Corporation and the general public, and particularly the residents of Maryland, of the importance of their collective natural heritage and to aid in and further the preservation of natural areas, open space, and lands of ecological and historical significance, as well as architecture and other historical items and artifacts, in and around the Catoctin Mountains.

B. To act as a "qualified organization" under Section 170(h) of the Code for the purpose of accepting "qualified conservation contributions" in accordance with said Section of the Code.

C. To engage in and promote the scientific study of and education regarding natural resources.

D. To use all properties held or controlled by the Corporation and the net earnings thereof for the charitable benefit of the general public and for conservation, ecological, scientific, historical, educational, recreational and charitable purposes.

THIRD: The Corporation shall be authorized:

A. To acquire by gift, devise, bequest, purchase or otherwise, real and personal property, both tangible and intangible, and interests therein, with or without restriction of use, in accordance with the corporate purposes.

B. To hold for investment or in trust and to sell, lease, encumber or dispose of any such real property, personal property or other proper evidences of indebtedness of any person, firm, partnership, association or corporation for the sole benefit of this Corporation and not for pecuniary profit.

C. The Corporation is specifically authorized to cut and sell timber contained on any real property under its ownership and control as determined to be necessary and advisable

