

STATE OF MARYLAND
Department of Assessments and Taxation

I, PAUL B. ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR THE RIGHTS OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT LITTLE FALLS VILLAGE CORP., INCORPORATED DECEMBER 17, 2012, IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT, THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS MARCH 01, 2013.



Paul B. Anderson
Charter Division



301 West Preston Street, Baltimore, Maryland 21201
Telephone Balto. Metro (410) 767-1340 / Outside Balto. Metro (888) 246-5941
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State of Maryland
Department of
Assessments and Taxation



Martin O'Malley
Governor

Robert E. Young
Director

Paul B. Anderson
Administrator

Charter Division

Date: 12/19/2012

LITTLE FALLS VILLAGE CORP.
DAVID D. GRIES
APT 406
4924 SENTINEL DRIVE
BETHESDA MD 20816

THIS LETTER IS TO CONFIRM ACCEPTANCE OF THE FOLLOWING FILING:

ENTITY NAME : LITTLE FALLS VILLAGE CORP.
DEPARTMENT ID : D14992341
TYPE OF REQUEST : ARTICLES OF INCORPORATION
DATE FILED : 12-17-2012
TIME FILED : 10:05 AM
RECORDING FEE : \$100.00
ORG. & CAP FEE : \$20.00
EXPEDITED FEE : \$50.00
NON-PROFIT FEE : \$50.00
FILING NUMBER : 1000362004191187
CUSTOMER ID : 0002851782
WORK ORDER NUMBER : 0004068362

PLEASE VERIFY THE INFORMATION CONTAINED IN THIS LETTER. NOTIFY THIS DEPARTMENT IN WRITING IF ANY INFORMATION IS INCORRECT. INCLUDE THE CUSTOMER ID AND THE WORK ORDER NUMBER ON ANY INQUIRIES. EVERY YEAR THIS ENTITY MUST FILE A PERSONAL PROPERTY RETURN IN ORDER TO MAINTAIN ITS EXISTENCE EVEN IF IT DOES NOT OWN PERSONAL PROPERTY. A BLANK RETURN WILL BE MAILED BY FEBRUARY OF THE YEAR FOR WHICH THE RETURN IS DUE.

Charter Division

Baltimore Metro Area (410) 767-1350

Outside Metro Area (888) 246-5941

ARTICLES OF INCORPORATION FOR A TAX-EXEMPT NONSTOCK CORPORATION

FIRST: The undersigned David D. Gries
whose address is 4924 Sentinel Drive, Apt. 406, Bethesda, MD 20816

_____, being at least eighteen years of age, do(es)
hereby form a corporation under the laws of the State of Maryland.

SECOND: The name of the corporation is Little Falls Village Corp.

THIRD: The purposes for which the corporation is formed are as follows: to create an aging-in-place village
where seniors can remain in their homes as they age. See attachment 1 for a full descripti
Said corporation is organized exclusively for charitable, religious, 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.

FOURTH: The street address of the principal office of the corporation in Maryland is 4924 Sentinel Drive,
Apt 406, Bethesda, MD 20816

FIFTH: The name of the resident agent of the corporation in Maryland is David D. Gries
whose address is 4924 Sentinel Drive, Apt 406,
Apt 406, Bethesda, MD 2081610

SIXTH: The corporation has no authority to issue capital stock.

SEVENTH: The number of directors of the corporation shall be 9 which number may be increased or
decreased pursuant to the bylaws of the corporation. The name(s) of the director(s) who shall act until the first meeting or
until their successors are duly chosen and qualified is/are David Gries, Don Quayle, Nellie Wild,
Deborah Rozell, Peter Loew Robert Fri, Donal O'Connell, Aileen Bloom, Susan Brooks

EIGHTH: 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 Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other 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 the 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 the corresponding section of any future federal tax code.


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 the corresponding section of any future federal tax code, or shall be

distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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.

IN WITNESS WHEREOF, I have signed these articles and acknowledge the same to be my act.

I hereby consent to my designation in this document as resident agent for this corporation.

SIGNATURE(S) OF INCORPORATOR(S):



SIGNATURE OF RESIDENT AGENT LISTED IN FIFTH:



Filing party's return address:

4924 Sentinel Drive, Apt. 406, Bethesda, MD 2

Return To:

David D. Gries, 4924 Sentinel Drive, Apt. 406, Bethesda, MD 20816

Attachment 1

Villages are non-profit membership organizations that provide services to older members who prefer to live independently in their current residences rather than relocate to assisted living or other similar facilities. "Aging in place" is seen by many as an attractive, low cost alternative to moving into unfamiliar surroundings at a time of life when familiarity with neighbors and physical space is especially important. Companionship for the elderly, contact with neighbors and nearby friends, and a sense of belonging to a caring community are some of the intangible benefits. For many, volunteering to help those who cannot help themselves is also a rewarding benefit. Several aging-in-place villages are already in operation in Maryland, and others, like Little Falls Village, expect to begin operations in 2013.

Attachment 2

Board of Directors with addresses

David Gries, 4924 Sentinel Dr. #406, Bethesda, MD 20816

Robert Fri, 6001 Overlea Rd., 6001 Overlea Rd., Bethesda, MD 20816

Donald Quayle, 4831 Fort Sumner Dr., Bethesda, MD 20816

Nellie Wild, 6104 Winnebago Rd., Bethesda, MD 20816

Deberah Rozell, 5203 Worthington Dr., Bethesda, MD 20816

Peter Loew, 4823 Earlston Dr., Bethesda, MD 20816

Donal O'Connell, 4806 Scarsdale Rd., Bethesda, MD 20816

Attachment 3

The organizing document of Little Falls Village Corp. is the Articles of Incorporation for a Tax-Exempt Nonstock Corporation, including attachments as submitted to the Secretary of State of Maryland. The Articles and attachments address the exempt purpose of Little Falls Village and explain how assets are to be distributed in the event Little Falls Village is dissolved.

Although the Articles of Incorporation for a Tax-Exempt Nonstock Corporation in Maryland state the exempt purpose and the procedure for dissolution, Maryland is not included in the list in Instruction for Form 1023 (Rev June 2006) line 2c, page 8, as a state whose Articles of Incorporation for a Tax-Exempt Nonstock Corporation satisfy IRS exempt purposes and dissolution procedures. Therefore, these provisions are repeated in the following paragraphs.

Villages, such as Little Falls Village, are non-profit membership organizations that provide services to seniors who prefer to live independently in their current residences rather than relocate to assisted living or other similar facilities. "Aging in place" is seen by many as an

attractive, low cost alternative to moving into unfamiliar surroundings at a time of life when familiarity with neighbors and physical space is especially important.

In the event that Little Falls Village is ever dissolved, upon dissolution of this organization, assets shall be distributed for exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding sections of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.