

LA CHAÎNE D.C., INC.
(A District of Columbia Nonprofit Corporation)

ARTICLES OF INCORPORATION

FIRST: The undersigned, Judith Mazza, whose post office address is 8504 Meadowlark Lane, Bethesda, MD 20817, being at least eighteen (18) years of age, being the sole incorporator of the above-named corporation, does hereby form a domestic nonprofit corporation under the provisions of Title 29, Chapter 4 of the D.C. Code.

SECOND: The name of the corporation (hereinafter referred to as the "Corporation") is:

LA CHAÎNE D.C., INC.

THIRD: The name and post office address of the resident agent of the Corporation in the District of Columbia is CT Corporation System, 1015 15th Street, NW, Suite 1000, Washington, DC 20005.

FOURTH: The Corporation is formed exclusively for nonprofit purposes within the meaning of and to the fullest extent permitted by Section 29-403.01 of the District of Columbia Nonprofit Corporation Act of 2010, and Section 501(c)(7) of the Internal Revenue Code of 1986, as now enacted and as the same may be amended from time to time ("Internal Revenue Code"). The specific purposes for which the Corporation is formed shall include, but are not limited to, the following:

- (a) to act as a local chapter (Bailliage) of the national chapter (Bailliage des U.S.A.) of the Chaîne des Rotisseurs, for the benefit and enjoyment of its members;
- (b) to promote, foster and encourage the culinary arts and particularly the techniques of cooking by spit, rotisserie, barbecue, broiling and grilling;
- (c) to collect and disseminate information with respect to the preparation and serving of foods and the enjoyment, tasting and understanding of wines;
- (c) to encourage educational institutions to teach all phases of the culinary arts;
- (d) to engage in all other purposes for which non-profit corporations may be organized under the laws of the District of Columbia; and
- (e) to engage in such activities and for such purposes in a manner consistent with Section 501(c)(7) of the Internal Revenue Code as a club substantially all of the activities of which are for pleasure, recreation and other non-profit purposes.

The foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the powers of this Corporation conferred by the laws of the District of Columbia and shall be understood to be in furtherance and in addition to such general powers conferred on nonprofit corporations under the District of Columbia law. In carrying out the foregoing purposes, the Corporation shall have all the rights, authority, powers and privileges which are granted to or conferred upon nonprofit corporations.

FIFTH: The Corporation will have one (1) or more members. The number and respective rights, duties and obligations of the members of the Corporation shall be as set forth in the Corporation's By-Laws, as in existence from time to time.

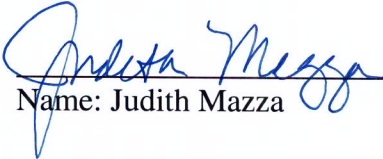
SIXTH: No part of the net earnings, if any, of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the foregoing shall not be deemed to prevent: (i) the payment of reasonable compensation for services rendered; (ii) the payment and distribution of any funds or assets to an organization exempt from taxation under Section 501(c)(7) of the Internal Revenue Code, which has been designated to receive such funds or assets by the Directors; and (iii) payments and distributions upon the liquidation, dissolution or winding up of the Corporation pursuant to these Articles. No substantial part of the activities of the Corporation shall involve 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 distributing 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 other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(7) of the Internal Revenue Code or by a corporation, contributions to which are deductible under Section 170 of the Internal Revenue Code.

SEVENTH: Upon the dissolution, liquidation or winding up of the Corporation, the Directors shall comply with the provisions of the District of Columbia law respecting dissolution, liquidation or winding up of charitable corporations, and, specifically, shall apply all assets and properly available for distribution, so far as may be feasible, towards carrying out the purposes of the Corporation by distributing such assets and property to such organization or organizations organized and operated exclusively for religious, charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization, or organizations under Section 501(c)(7) of the Internal Revenue Code, as the Directors shall determine, provided that no such distribution shall be made for any purpose which would cause the Corporation not to qualify as an organization exempt from taxation under Section 501(c)(7) of the Internal Revenue Code.

EIGHTH: In the event that the By-Laws, or other stated rules and/or policies, of the Corporation now or hereafter contain any terms or provisions that are inconsistent or in conflict with any of the terms or provisions of these Articles of Incorporation, such terms and provisions of these Articles of Incorporation shall control and shall supersede such conflicting or inconsistent terms and provisions of such By-Laws, rules and/or policies, but such conflict or inconsistency shall not impair, nullify or otherwise affect the remaining terms and provisions of

such By-Laws, rules and/or policies, which shall remain in full force and effect. References herein to these Articles of Incorporation or any Article thereof shall mean the Articles of Incorporation and any such Article as then in effect and as the same may be amended from time to time thereafter.

IN WITNESS WHEREOF, intending to form the Corporation as aforesaid, I have hereunto subscribed my name as of NOVEMBER 25, 2015.


Name: Judith Mazza