

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS



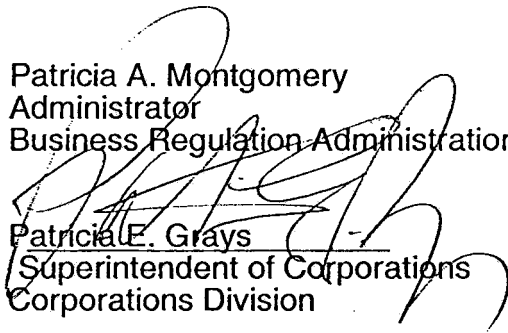
CERTIFICATE

THIS IS TO CERTIFY that all applicable provisions of the DISTRICT
OF COLUMBIA NONPROFIT CORPORATION ACT have been complied with
and
accordingly, this CERTIFICATE of INCORPORATION is hereby issued to
THE FEDERAL CIRCUIT HISTORICAL SOCIETY

as of APRIL 20th , 1999 .

Lloyd J. Jordan
Director

Patricia A. Montgomery
Administrator
Business Regulation Administration


Patricia E. Grays
Superintendent of Corporations
Corporations Division

Anthony A. Williams
Mayor

ARTICLES OF INCORPORATION
OF
THE FEDERAL CIRCUIT HISTORICAL SOCIETY

Article I

The name of the corporation is The Federal Circuit Historical Society, hereinafter referred to as the "Society."

Article II

~~The~~ The period of duration of the Society is perpetual.

Article III

The purposes for which the Society is organized are to operate, not for profit, but exclusively for educational and other charitable purposes, as set out in section 501(c)(3) of the Internal Revenue Code of 1986, as amended, including but not limited to educational and charitable efforts regarding the history of the United States Court of Appeals for the Federal Circuit. The internal affairs of the Society will be governed as provided in its By-Laws and in a manner consistent with the following provisions:

1. The Society is organized exclusively for charitable and educational 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 of 1986 (or the corresponding provision of any future United States Internal Revenue Law);
2. No part of the net earnings of the Society shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the Society 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 3 hereof. No substantial part of the activities of the Society shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Society 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;
3. Notwithstanding any other provisions of these articles, the Society 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 of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law);
4. In the event of termination, dissolution or winding up of the Society in any manner or for any reason whatsoever, its remaining assets, if any, after payment of any valid claims against it, shall, insofar as is consistent with existing contractual obligations and subject to all other

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legally enforceable claims or demands by or against the Society, pass to and become vested in the United States of America.

Article IV

The Society shall have no capital stock and shall not be operated for profit. The private property of the incorporators, trustees, officers and members of the Society shall not be subject to the payment of corporate debts to any extent whatsoever.

Article V

The affairs of the Society shall be managed as provided for in the Society's By-Laws by a Board of Trustees, which shall have the duties and authority of a board of directors as provided by the District of Columbia Nonprofit Corporation Act.

Article VI

The Board of Trustees shall adopt such By-Laws, which shall provide for the amendment of these Articles upon appropriate notice; provided, however, that any such action shall be consistent with the objects and purposes for which the Society is formed, and subject to the provisions of section 501(c)(3) of the Code, and that all rights herein conferred on the Trustees are granted subject to this reservation.

Article VII

The Society shall have members as may be admitted to membership in accordance with the By-Laws. Each member will have the rights, privileges, and qualifications of members as provided in the By-Laws.

Article VIII

The address of the initial registered office of the corporation is 601 Thirteenth St. N.W., Suite 1200 S., Washington, D.C., 20005, and the name of the initial registered agent at that address is JB Corporate Services, Inc.

Article IX

The number of Trustees constituting the initial Board of Trustees is four and the names and addresses of the persons who are to serve as the initial Trustees until the first annual meeting are:

David H. T. Kane
Kane, Dalsimer, Sullivan, Kurucz,
Levy, Eisele and Richard, LLP
711 Third Avenue
New York, NY 10017-4014

Mary McCord Jennings
General Counsel
U.S. Merit Systems Protection Board
1120 Vermont Avenue, N.W.
Washington, D.C. 20419

Jerald S. Howe, Jr.
Steptoe & Johnson
1330 Connecticut Avenue, N.W.
Washington, D.C. 20036

F. Scott Kieff
Jenner & Block
One IBM Plaza
Chicago, Illinois 60611

Article X

The names of each incorporator are F. Scott Kieff, Paula Cozzi Goedert, and Neal A. Cooper. The address for all three incorporators is Jenner & Block, One IBM Plaza, Chicago, Illinois 60611.

ADOPTION

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of a corporation under the District of Columbia Non-Profit Corporation Act (D.C. Code, 1981 edition, Title 29, Chapter 5), adopt these Articles of Incorporation.

As witnesses to our statements, we have signed below on the dates indicated:

F. Scott Kieff

F. Scott Kieff

4/19/99

Date

Paula Cozzi

Paula Cozzi Goedert

4/19/99

Date

Neal A. Cooper

Neal A. Cooper

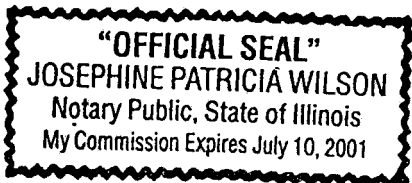
4/19/99

Date

I, Josephine Patricia Wilson, a Notary Public, hereby certify that on the 19~~th~~ day of April, 1999 F. Scott Kieff, Paula Cozzi Goedert, and Neal A. Cooper appeared before me and signed the foregoing document as incorporators, and have averred that the statements therein contained are true.

Subscribed and sworn to before me
this 19~~th~~ day of April, 1999.

Josephine Patricia Wilson
Notary Public



GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS



C E R T I F I C A T E

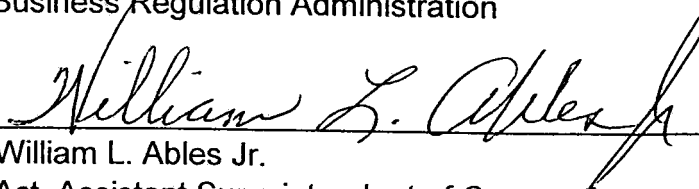
THIS IS TO CERTIFY that all applicable provisions of the District of Columbia NonProfit Corporation Act have been complied with and accordingly, this **CERTIFICATE OF AMENDMENT** is hereby issued to:

THE FEDERAL CIRCUIT HISTORICAL SOCIETY

IN WITNESS WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed as of the **20th** day of **March, 2000**.

Lloyd J. Jordan
Director

Harold F. Nelson
Acting Administrator
Business Regulation Administration


William L. Ables Jr.
Act. Assistant Superintendent of Corporations
Corporations Division

Anthony A. Williams
Mayor

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION**

OF THE

FEDERAL CIRCUIT HISTORICAL SOCIETY

To:
Department of Consumer and Regulatory Affairs
Business Regulation Administration
Corporations Division
941 North Capitol Street, N.W.
Washington, D.C. 20002

MAR 20 2000

Pursuant to the provisions of the District of Columbia non-profit Corporation Act, the undersigned adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is: the Federal Circuit Historical Society

SECOND: The following amendment of the Articles of Incorporation was adopted by the Corporation in the manner prescribed by the District of Columbia Non-profit Corporation Act:

The text of Article III, Section 4 is revised to read as follows:

Upon dissolution of the corporation, the Board of Trustees shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas 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.

THIRD: The amendment was adopted by a consent in writing signed by all members of the Board of Trustees entitled to vote with respect hereto.

Date: 15 FEB 00

MAR 20 00

Federal Circuit Historical Society

By David H. T. Kane

David H.T. Kane

Acting President

ATTEST: F. Scott Kieff

F. Scott Kieff

Acting Secretary

LAW OFFICES

JENNER & BLOCK

A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

ONE IBM PLAZA
CHICAGO, ILLINOIS 60611-7602

(312) 222-9350

(312) 527-0484 FAX

WASHINGTON OFFICE
601 THIRTEENTH STREET, N.W.
SUITE 1200 SOUTH
WASHINGTON, D.C. 20005
(202) 639-6000
(202) 639-6066 FAX

LAKE FOREST OFFICE
ONE WESTMINSTER PLACE
LAKE FOREST, IL 60045
(847) 295-9200
(847) 295-7810 FAX

NEAL A. COOPER

WRITER'S DIRECT DIAL: (312) 923-2635
WRITER'S DIRECT FAX: (312) 840-7635
INTERNET ADDRESS: ncooper@jenner.com

March 16, 2000

William L. Ables, Jr.
Department of Consumer and Regulatory Affairs
Business Regulation Administration
Corporations Division
941 North Capitol Street, N.W.
Washington, D.C. 20002

Re: Federal Circuit Historical Society

Dear Mr. Ables:

Enclosed please find two copies of the Articles of Amendment to the Articles of Incorporation, with payment of the appropriate fee, for the above-referenced organization. As you indicated in your February 28, 2000 letter to me, the organization cannot amend its Articles of Incorporation unless it is in good standing, and the organization is not currently in good standing because it has not filed its 2-year report.

Therefore, I am also sending you the organization's 2-year report, with payment in the amount you indicated. In your letter, you also requested that we indicate on the Articles of Amendment to the Articles of Incorporation that the corporation recognizes the Trustees as the Directors on the document. As we discussed on Thursday, March 16, this organization does not have a board of directors, as was provided in its articles of incorporation. I have enclosed a copy of the articles of incorporation to document the fact that the Trustees are the Directors of this organization, which you agreed would satisfy this request.

Department of Consumer and Regulatory Affairs

March 16, 2000

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Thank you for your assistance in this matter. If you have any questions or concerns regarding the report or the Articles of Amendment, feel free to contact me directly.

Sincerely,

A handwritten signature in black ink, appearing to read "Neal A. Cooper", written over a horizontal line.

Neal A. Cooper

[Enclosures]

cc: F. Scott Kieff

Document Number : 430740

THE FEDERAL CIRCUIT HISTORICAL SOCIETY

Unanimous Written Consent of Trustees

July 11, 2002

The undersigned, being all of the Trustees of The Federal Circuit Historical Society, a District of Columbia non-profit corporation (the "Corporation"), hereby consent to the adoption of the following actions:

RESOLVED: That all actions taken by the incorporators and the Trustees of the Corporation, for and on behalf of the Corporation and in its name, including the adoption of the Articles of Incorporation of the Corporation and the subsequent amendment thereof, be, and they hereby are, approved, adopted, ratified and confirmed;

RESOLVED: That the By-laws in the form attached hereto be, and they hereby are, approved and adopted as the By-laws of the Corporation, effective as of the Corporation's date of incorporation;

RESOLVED: That pursuant to the By-laws of the Corporation, the persons whose names are set forth hereunder be, and they hereby are, and each of them hereby is, elected to the offices of the Corporation set forth hereunder opposite their respective names, each to hold such office until the next annual meeting of the Board of Trustees, or any consent in lieu thereof, and until his successor is duly elected and qualified:

President and Assistant Secretary:	Philip C. Swain
Vice President:	F. Scott Kieff
Treasurer and Secretary:	Ronald L. Smith
Assistant Treasurer:	George E. Hutchinson

RESOLVED: That the resignation of Mary McCord Jennings as a Trustee of the Corporation be, and it hereby is, accepted and approved.

RESOLVED: That pursuant to the By-laws of the Corporation, the persons whose names are set forth hereunder be, and they hereby are, and each of them hereby is, elected to serve as Trustees of the Corporation, each to hold such office until the next annual meeting of the Members of the Corporation, or any consent in lieu thereof, and until his successor is duly elected and qualified:

David Cohen	Clarence T. Kipps, Jr.
Michael Dergosits	Herbert H. Mintz
Jerald S. Howe, Jr.	Ronald L. Smith
David H. T. Kane	Philip C. Swain
F. Scott Kieff	

RESOLVED: That the form of corporate seal, an impression of which appears in the margin of this page, be, and it hereby is, adopted as the corporate seal of the Corporation;

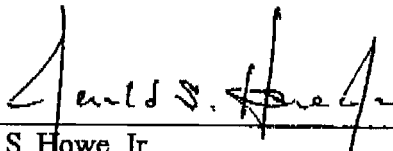
RESOLVED: That the Corporation be, and it hereby is, authorized to change its registered agent in the District of Columbia so that the name and address of its new registered agent shall be CT Corporation System, 1025 Vermont Avenue, N.W. Washington, D.C. 20005;

RESOLVED: That the Treasurer and Assistant Treasurer of the Corporation be, and they hereby are, authorized, for and on behalf of the Corporation and in its name, to open banking and other related accounts with such banking institutions as they shall reasonably determine (the "Banks"), with limitations on the authority of individual officers to act on behalf of the Corporation which are consistent with any parameters which may be established from time to time by the Board of Trustees of the Corporation, provided, however, that no borrowing from the Banks is authorized by this Resolution unless specifically approved in a separate resolution of the Board of Directors of the Corporation;

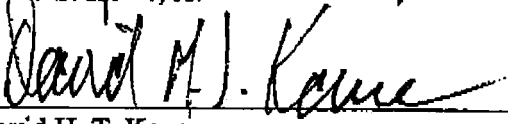
RESOLVED: That the standard form of banking resolutions regularly used by each Bank, including the Certified Resolution for Depository Authorization-Non-Profit Organizations used by First Union Bank, a copy of which has been reviewed by each of the Trustees, be, and each of them hereby is, incorporated herein by reference and approved, adopted, ratified and confirmed with the same force and effect as if such resolutions were set out in full in this Consent; and

RESOLVED: That the President, Treasurer, Assistant Treasurer and Assistant Secretary of the Corporation be, and they hereby are, authorized, for and on behalf of the Corporation and in its name, to prepare, execute, acknowledge, file, record and deliver, under seal if required or desirable, all such agreements, instruments and other documents, and to take all such other actions, as they shall deem necessary or desirable to give effect to, or otherwise carry out the purposes of, the foregoing Resolutions; and that the execution, acknowledgment, filing, recording or delivery of any such agreement, instrument or document, or the taking of any such action, by the President, Treasurer, Assistant Treasurer or Assistant Secretary shall be conclusive evidence of its having been authorized by this Resolution.

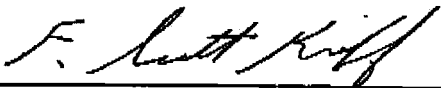
[Counterpart signature pages follow.]



Jerald S. Howe, Jr.



David H. T. Kane



F. Scott Kieff

THIS CONSENT MAY BE EXECUTED IN COUNTERPARTS