

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



**C E R T I F I C A T E**

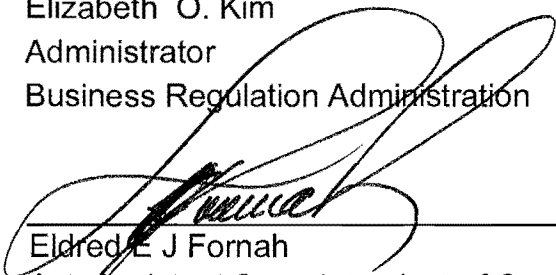
**THIS IS TO CERTIFY** that all applicable provisions of the District of Columbia NonProfit Corporation Act have been complied with and accordingly, this **CERTIFICATE OF INCORPORATION** is hereby issued to:

**INTERNATIONAL ASSOCIATION OF WOMEN JUDGES**

**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 **May**, **2002**.

David Clark  
DIRECTOR

Elizabeth O. Kim  
Administrator  
Business Regulation Administration



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Eldred E J Fornah  
Act. Assistant Superintendent of Corporations  
Corporations Division

Anthony A. Williams  
Mayor

ARTICLES OF INCORPORATION

**FILE**

OF

MAY 20 2002

INTERNATIONAL ASSOCIATION OF WOMEN JUDGES

To: D.C. Department of Consumer  
and Regulatory Affairs  
Corporations Division  
941 N. Capitol Street, N.E., Room 7200  
Washington, D.C. 20002

We, the undersigned natural persons of the age of eighteen years or more, acting as incorporators of a non-profit corporation, adopt the following Articles of Incorporation for such corporation pursuant to the District of Columbia Non-Profit Corporation Act.

**ARTICLE I**

The name of the Corporation is the International Association of Women Judges (hereinafter called the "Corporation").

**ARTICLE II**

The period of duration of the Corporation is perpetual.

**ARTICLE III**

The purpose for which the Corporation is organized is to operate exclusively for charitable, educational, scientific, and literary purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any subsequent federal tax laws); and within such limits:

- (1) To engage in, fund, sponsor and/or promote research and study that contributes to the understanding and resolution of critical legal issues facing women, and to encourage cooperation and collaboration among women judges of all nations;

- (2) To assist, conduct, fund and/or sponsor, regional, national or international educational conferences, judicial exchanges, fora, seminars and training programs, for the benefit of judges and other interested persons, to increase their understanding of the broad range of social, economic, psychological and cultural factors that influence women affected by the court system;
- (3) To educate the public and the judiciary about human rights law and the role of the judiciary in implementing that law to promote and protect the rights of women on an equal basis;
- (4) To engage in, fund, sponsor or promote the research, analysis, compilation, publication and/or distribution of educational materials to enable women judges to become more knowledgeable and proficient;
- (5) To study and educate the public about women judges, their numbers, the processes by which they are selected, and the barriers which interfere with their full participation in the process, in order to expand the number of women at all levels of the judiciary so that the judiciary may accurately reflect the population it serves;
- (6) To educate the general public and policy makers on the importance of selecting judges who reflect the ideals of a democratic society;
- (7) To study and educate the public about the role of the legal-judicial system in promoting and protecting the equal rights and interests of women and their role in society;
- (8) To encourage and assist the establishment and operation of women judges associations at all levels so they may serve their communities and nations more effectively; and, consistent with the above, to exercise all powers available to corporations organized pursuant to the District of Columbia Non-Profit Corporation Act.

#### ARTICLE IV

The Corporation shall have voting and non-voting members. The qualifications and rights of each class of members shall be set forth in the Bylaws.

## ARTICLE V

The affairs of this Corporation shall be managed by its Board of Directors. The number of directors (not less than three) and the manner of choosing directors shall be fixed in the Bylaws.

## ARTICLE VI

Except as provided in these Articles, the internal affairs of the Corporation shall be regulated and determined as provided in the Bylaws.

## ARTICLE VII

In all events and under all circumstances, and notwithstanding merger, consolidation, reorganization, termination, dissolution, or winding up of this Corporation, voluntary or involuntary, or by the operation of law, or upon amendment of the Articles of the Corporation, --

(a) The Corporation shall not have or exercise any power or authority either expressly, by interpretation, or by operation of law, nor shall it directly or indirectly engage in any activity that would prevent it from qualifying (and continuing to qualify) as a corporation described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any subsequent federal tax laws).

(b) No part of the assets or net earnings of the Corporation shall inure to the benefit of or be distributable to its incorporators, directors, officers, or other private persons having a personal or private interest in the Corporation, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make reimbursement in reasonable amounts for expenses actually incurred in carrying out the purposes set forth in ARTICLE III hereof.

(c) No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda, or of otherwise attempting to influence legislation, unless Section

501(h) of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any subsequent federal tax laws), shall apply to the Corporation, in which case the Corporation shall not normally make lobbying or grass roots expenditures in excess of the amounts therein specified. The Corporation shall not in any manner or to any extent participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office; nor shall it engage in any "prohibited transaction" as defined in Section 503(b) of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any subsequent federal tax laws).

(d) Neither the whole, or any part or portion, of the assets or net earnings of the Corporation shall be used, nor shall the Corporation ever be operated, for objects or purposes other than those set forth in ARTICLE III hereof.

(e) In the event that the Corporation is a private foundation within the meaning of Section 509(a) of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any subsequent federal tax laws) --

(1) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to subject it to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any subsequent federal tax laws).

(2) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any subsequent federal tax laws).

(3) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any subsequent federal tax laws).

(4) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any subsequent federal tax laws).

(5) The Corporation shall not make any taxable expenditures that would subject it to tax under Section 4945(d) of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any subsequent federal tax laws).

(f) Upon dissolution of the Corporation, all of its assets and property of every nature and description remaining after the payment of all liabilities and obligations of the Corporation (but not including assets held by the Corporation upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution) shall be paid over and transferred to one or more organizations which engage in activities substantially similar to those of the Corporation and which are then qualified for exemption from federal income taxes as organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any subsequent federal tax laws).

#### **ARTICLE VIII**

The address, including street and number, of the Corporation's initial registered office in the District of Columbia is 4435 Wisconsin Avenue, N.W., Suite 407, Washington, D.C. 20016. The name of the Corporation's initial registered agent at such address is International Women Judges Foundation.

#### **ARTICLE IX**

The number of directors constituting the initial Board of Directors is three (3) and the names and addresses, including street and number, of the persons who are to serve as the initial directors until the first annual meeting or until their successors be elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Hon Leslie Alden	Fairfax County Circuit Court 4110 Chain Bridge Road Fairfax, VA 22030

Hon. Carmen Argibay

Tribunal Oral No. 2  
Talcahuano 550/piso 6 of. 6078  
Capital Federal – TOC No 2 Buenos Aires  
1013 (CP), Argentina

Hon. Mella Carroll

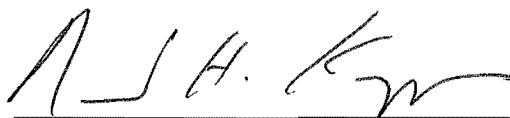
The High Court  
Dublin 7, Ireland

**ARTICLE X**

The names and addresses, including street numbers, of the Incorporators of the Corporation, are:

<u>NAME</u>	<u>ADDRESS</u>
Robert H. Kapp	555 Thirteenth Street, N.W. Washington, D.C. 20004
Siobhan C. Rausch	555 Thirteenth Street, N.W. Washington, D.C. 20004
Bradford D. Whitehurst	555 Thirteenth Street, N.W. Washington, D.C. 20004

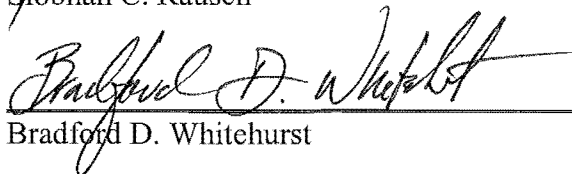
IN WITNESS WHEREOF, we have hereunto set our hands and seals this 20<sup>th</sup> day of May, 2002.



Robert H. Kapp



Siobhan C. Rausch

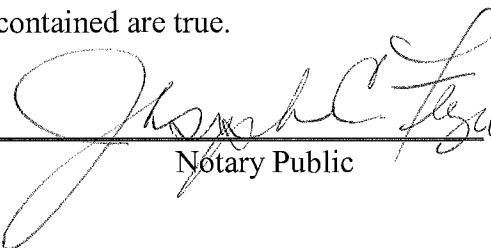


Bradford D. Whitehurst

CITY OF WASHINGTON )  
DISTRICT OF COLUMBIA ) ss:

I, Joseph C. Fezzano, a Notary Public, hereby certify that on the 20<sup>th</sup> day of May, 2002, Robert H. Kapp, Siobhan C. Rausch, and Bradford D.

Whitehurst, personally appeared before me being by me first duly sworn, declared that they signed the foregoing Articles of Incorporation of International Association of Women Judges as Incorporators, and that the statements therein contained are true.

  
\_\_\_\_\_  
Notary Public

(Notarial Seal)

My Commission Expires:

3-31-04