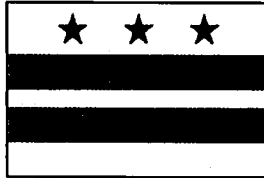


GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS
CORPORATIONS DIVISION



CERTIFICATE

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

ASSOCIATION OF STATE AND TRIBAL HOME VISITING INITIATIVES

Effective Date: 2/17/2016

IN WITNESS WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed as of 2/17/2016 9:55 AM



Business and Professional Licensing Administration

A handwritten signature in cursive script that reads 'Patricia E. Grays'.

PATRICIA E. GRAYS
Superintendent of Corporations
Corporations Division

Muriel Bowser
Mayor

Tracking #: rAwei1RW

DCRA Corp. Div.

FEB 17 2016

File Copy

**ARTICLES OF INCORPORATION
OF
ASSOCIATION OF STATE AND TRIBAL HOME VISITING INITIATIVES**

ARTICLE 1. NAME

The name of the corporation is Association of State and Tribal Home Visiting Initiatives (the "Corporation").

ARTICLE 2. MEMBERS

The Corporation will have members.

ARTICLE 3. NONPROFIT CORPORATION

The Corporation is incorporated as a nonprofit corporation under D.C. Code Title 29 Chapter 4.

ARTICLE 4. REGISTERED AGENT NAME AND ADDRESS

The name of the Corporation's registered agent is Catriona Macdonald, and the address of the registered agent in the District of Columbia is 639 Massachusetts Ave NE, Washington, DC 20002.

ARTICLE 5. INCORPORATOR NAME AND ADDRESS

The name and address of the incorporator are Catriona Macdonald, 639 Massachusetts Ave NE, Washington, DC 20002.

ARTICLE 6. DIRECTORS

The names of the individuals who are to serve as the initial directors of the Corporation are as follows: Laura Alfani, Carol Brady, Claudia Catalano, Benjamin Hazelton, Katie Hess, Janet Horras, Catriona Macdonald, and Bradley Planey.

ARTICLE 7. PURPOSES

The Corporation is organized and shall be operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or the corresponding section of any future federal tax code. Notwithstanding any other provisions of the document, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt for the Federal income tax under sections 501(a) and 501(c)(3) of the Code.

ARTICLE 8. POWERS

Except as otherwise provided by these Articles of Incorporation, the Corporation has any and all powers afforded nonprofit corporations under D.C. Code Title 29 Chapter 4; provided, that the Corporation shall not carry on any activity not permitted to be carried on by a corporation that is exempt from federal income tax under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code or by a corporation that is described in, and contributions to which are deductible for federal income and estate tax purposes under, Sections 170, 2055 and 2522 of the Code.

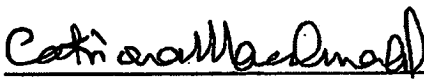
ARTICLE 9. PROHIBITED ACTIVITIES

Regardless of any other provision of these Articles of Incorporation or the laws of the District of Columbia, the Corporation shall not: (a) permit any part of the net earnings of the Corporation to inure to the benefit of any private individual (except that reasonable compensation may be paid for personal services rendered to or for the Corporation affecting one or more of its purposes); (b) devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise; or (c) participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE 10. DISSOLUTION

Upon dissolution of the Corporation, the Corporation shall pay or make provision for payment of its liabilities, and any assets remaining after such payment or provision for payment shall be distributed only for tax exempt purposes to one or more organizations which are exempt under Section 501(c)(3) of the Code, or its successor statute.

Dated: February 10, 2016



Catriona Macdonald, Incorporator