

ARTICLES OF INCORPORATION  
OF  
RESTON TOWN CENTER JOINT COMMITTEE

The undersigned natural person of the age of twenty-one years or more, as incorporator of a Corporation, adopts the following articles of incorporation for such Corporation pursuant to the Commonwealth of Virginia Non-Stock Corporation Act (Code of Virginia, Title 13.1, Chapter 10).

ARTICLE I

Name

The name of this Corporation is Reston Town Center Joint Committee.

ARTICLE II

Definitions

Definitions set forth in the By-Laws for the Reston Town Center Joint Committee are specifically incorporated herein by reference.

ARTICLE III

Duration

The Corporation shall have perpetual duration.

ARTICLE IV

Purpose

The purposes for which the Corporation is organized are as follows:

(1) To serve as an operating, managing and policy making entity for the Reston Town Center and to serve in accordance with the By-Laws as a managing agent for the Reston Urban Core, the Reston Residential Center, and Reston Town Center Industrial and other entities within or adjacent to Reston Town Center;

(2) To provide for the maintenance, preservation, and architectural control of the property described in Exhibit "A" of the By-Laws, or the property which is subsequently annexed to Reston Town Center in accordance with the terms and conditions contained in the By-Laws;

(3) To provide an entity for the furtherance of the interests of all Owners of property within Reston Town Center;

(4) To exercise the powers contemplated by Section 13.1-826 et seq. of the Code of Virginia and any other powers now or hereafter conferred by law on Virginia non-stock corporations;

(5) To fix, levy, collect and enforce payment of all charges or assessments by any lawful means pursuant to the terms of the By-Laws; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Corporation including all licenses, taxes or governmental charges levied or imposed against the property of the Corporation;

(6) To acquire by gift, purchase, or otherwise and to own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Corporation;

(7) To borrow money, and with the assent of a majority of the members of the Board of Directors, to mortgage, pledge, deed and trust or hypothecate any and all of its real or personal property as security for money borrowed or debts incurred;

(8) To participate in mergers and consolidations with other non-stock, non-profit corporations organized for the same purposes or to annex additional property; and

(9) To promote the health, safety and welfare of the owners and occupants of property within the Reston Town Center and any additions thereto as may hereafter be brought within the jurisdiction of this Corporation.

The Corporation shall have any and all powers necessary and proper as conferred upon non-stock corporations by common law and the statutes of the Commonwealth of Virginia in effect from time to time and all of the powers necessary or desirable to perform the obligations and duties and to exercise the rights and powers set out in these Articles of Incorporation and By-Laws.

#### ARTICLE V

##### Membership

The Corporation shall have no members.

ARTICLE VI

Board of Directors

The business and affairs of the Corporation shall be conducted, managed, and controlled by a Board of Directors elected as provided in the By-Laws by the vote of Owners of Units in the Reston Urban Core, in the Reston Residential Center and Reston Town Center Industrial. The initial Board shall consist of nine (9) members. The specific number of directors may be changed from time to time as provided in the By-Laws. The initial Board of Directors shall consist of the following nine (9) members:

- |   |   |
|---|---|
| (1) James C. Cleveland<br>Reston Land Corporation<br>11800 Sunrise Valley Dr.<br>Suite 1400<br>Reston, Virginia 22091     | (6) Steven P. Houser<br>Reston Land Corporation<br>11800 Sunrise Valley Dr.<br>Suite 1400<br>Reston, Virginia 22091                 |
| (2) Thomas J. D'Alesandro<br>Reston Land Corporation<br>11800 Sunrise Valley Dr.<br>Suite 1400<br>Reston, Virginia 22091  | (7) David R. Schultz<br>Reston Land Corporation<br>11800 Sunrise Valley Dr.<br>Suite 1400<br>Reston, Virginia 22091                 |
| (3) Gregory J. Friess<br>Reston Land Corporation<br>11800 Sunrise Valley Dr.<br>Suite 1400<br>Reston, Virginia 22091      | (8) William E. Steiner<br>Reston Land Corporation<br>11800 Sunrise Valley Dr.<br>Suite 1400<br>Reston, Virginia 22091               |
| (4) John J. Guilfoyle, Jr.<br>Reston Land Corporation<br>11800 Sunrise Valley Dr.<br>Suite 1400<br>Reston, Virginia 22091 | (9) Kenneth P. Wong<br>Reston Town Center Phase<br>I Associates<br>11800 Sunrise Valley Dr.<br>Suite 1208<br>Reston, Virginia 22091 |
| (5) Al H. Hagelis<br>Reston Land Corporation<br>11800 Sunrise Valley Dr.<br>Suite 1400<br>Reston, Virginia 22091          |   |

The qualification for directors, the selection of directors and the term of office for directors, the removal of directors and the replacement of directors shall be as set forth in the By-Laws. The Board may delegate operating authority to such companies, individuals or committees as it, in its sole discretion, may determine.

#### ARTICLE VII

##### Dissolution

The Corporation may be dissolved only as provided by the laws of the Commonwealth of Virginia.

#### ARTICLE VIII

##### Amendments

These Articles may be amended as provided by the Commonwealth of Virginia Non-Stock Corporation Act.

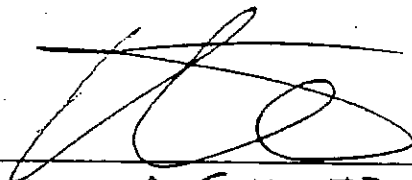
#### ARTICLE IX

##### Registered Office and Registered Agent

The initial registered office of the Corporation is located at 11800 Sunrise Valley Drive, Suite 1400, Reston, County of Fairfax, Virginia 22091. The initial registered agent of the Association at that office is David R. Schultz, Esquire, a resident of Virginia and a member of the Virginia State Bar, whose business address is identical with that of the registered office.

IN WITNESS WHEREOF, the incorporator of the Corporation  
has executed these Articles of Incorporation this 27<sup>th</sup> day of

May, 1988



DAVID R. SCHULTZ