

**ARTICLES OF INCORPORATION**  
**OF**  
**IVY HILL CEMETERY COMPANY OF ALEXANDRIA**

We hereby associate to form a non-stock corporation, not organized for profit, under the provisions of Chapter 2 of Title 13.1 of the Code of Virginia and to that end set forth the following:

1. The name of the corporation is IVY HILL CEMETERY COMPANY OF ALEXANDRIA.

2. The purposes of this corporation are as follows:

(a) To acquire, by purchase or otherwise, lands to be owned, managed, actually used and occupied exclusively for a cemetery for the burial of the dead, and for purposes necessary, incidental or proper thereto; and further to acquire, purchase, lease, own, sell or encumber and to generally deal in both improved and unimproved real estate and personal property in the Commonwealth of Virginia; and further to sub-divide and improved real estate for the purposes of sale or otherwise; and

(b) To erect, maintain and operate chapels, administration buildings, tool shops, work shops, greenhouses, nurseries and other incidental buildings and equipment; and

(c) To sell burial rights and all things incidental thereto; and

(d) To sell, install and maintain memorials of any character or material; and

(e) To sell, erect and maintain garden benches, statues, flower

containers and all other adornments; and

(f) To sell, install, plant and maintain flowers, plants, shrubbery, trees and landscaping; and

(g) To accept funds and to place same in the Care Fund Trust to furnish endowed memorial services of every form and nature, such as the placing of flowers at stated times; and

(h) To engage in the burial or cremation of human remains and all services incidental thereto or connected therewith; and

(i) To borrow money and pledge collateral therefor, to provide or otherwise acquire, hold sell, assign, transfer, mortgage, pledge or otherwise dispose of the stocks, bonds, securities or other evidences of indebtedness of other corporations; and

(j) To contract for and guarantee continual care of any and all property, real or personal, within the confines of said Cemetery; and to contract with others to act as custodian or Trustee of such funds for such purposes; also

(k) The Corporation shall not be permitted to engage in any business other than the aforesaid or those that are not necessarily incident to the purposes of the disposal of human remains by burial or cremation or those of good management and business practices of a not for profit cemetery under the provisions of Chapter 2, Title 13.1 of the Code of Virginia. No part of the net earnings of the Corporation shall inure to the benefit of any private individual.”<sup>1</sup>

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<sup>1</sup> Paragraph 2 substituted by amendment dated September 29, 1980.

3. The corporation shall not have any members.

4. The number of directors of the corporation shall be three (3) who shall be appointed by the initial and seceding boards of directors, and the survivor or survivors of such board shall fill all vacancies; should the entire board of directors become vacant, three (3) members shall be appointed by the Circuit Court of the City of Alexandria, Virginia. An increase or decrease in the number of directors shall be by amendment to the by-laws.

5. The address of the initial registered office of the corporation shall be 2823 King Street, Alexandria, Virginia. The initial registered agent at such address who is a resident of Virginia and a director the corporation shall be T.C. Bowling, III. The registered office of the corporation is located in the City of Alexandria and the registered agent is a resident of Virginia, a director of the corporation, and his business address and the registered office address of the corporation are identical.

6. Three (3) directors shall constitute the initial board of directors and the names and address of the persons who shall serve as directors until their successors are elected and qualified are:

J.C. Herbert Bryant  
Locust Hill Farm  
Box 247  
Middleburg, VA 22117

Arthur H. Bryant, II  
Lilliput Farm  
Box 1011  
Middleburg, VA 22117

T.C. Bowling, III  
2823 King Street  
Alexandria, VA 22302

7. The corporation shall have perpetual existence.

8. No Directors or Officers of the Corporation will be salaried or otherwise compensated for services in their capacity as Directors/Officers other than for the reimbursement of reasonable expenses incurred on behalf of the Corporation in fulfilling the duties of Director/Officer.<sup>2</sup>

We, the undersigned, for the purpose of forming a non-stock, non-profit corporation do sign these articles, hereby declaring and certifying this is our act and deed and the facts herein stated are true.

Given under our hands this \_\_\_\_\_ day of March, 1979.

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Arthur H. Bryant, II

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T.C. Bowling, III

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Sue Ann Dorr

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<sup>2</sup> Paragraph 8 incorporated by amendment dated September 29, 1980.