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BRUCE C. JOHNSON & ASSOCIATES, LLC  
ATTORNEYS AT LAW

December 9, 2002

*DR*

x 021210 4036

State Corporation Commission  
Clerk of the Commission  
P.O. Box 1197  
Richmond, Virginia 23209

Re: The MODY FAMILY, L.L.C.

Dear Sir or Madam:

Enclosed herewith for filing are the revised Articles of Organization and your letter to me of November 14, 2002. Please send evidence of the approval of this filing to the undersigned. Should you have any questions regarding this matter, please do not hesitate to call me at (301) 208-8332.

Sincerely,

*Bruce C. Johnson*  
Bruce C. Johnson

Enclosures

**Bruce C. Johnson and Associates, LLC**  
Attorneys at Law

Phone (301) 208-8332  
Fax (301) 208-2331  
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Montgomery Village, MD 20886

BRUCE C. JOHNSON  
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Micki  
12-12-02*

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*S088322-5*



COMMONWEALTH OF VIRGINIA



CLINTON MILLER  
CHAIRMAN

THEODORE V. MORRISON, JR.  
COMMISSIONER

HULLIHEN WILLIAMS MOORE  
COMMISSIONER

JOEL H. PECK  
CLERK OF THE COMMISSION  
P.O. BOX 1197  
RICHMOND, VIRGINIA 23218-1197

STATE CORPORATION COMMISSION  
Office of the Clerk

December 13, 2002

BRUCE C JOHNSON  
BRUCE C JOHNSON & ASSOCIATES LLC  
20018 HOB HILL WAY  
MONTGOMERY VILLAGE, MD 20886

RE: THE MODY FAMILY, LLC  
ID: S088322 - 5  
DCN: 02-12-10-4036

Dear Customer:

This is your receipt for \$100.00, to cover the fees for filing articles of organization for a limited liability company with this office.

The effective date of the filing is December 13, 2002.

If you have any questions, please call (804) 371-9733 or toll-free in Virginia, 1-866-722-2551.

Sincerely,

A handwritten signature in black ink that reads "Joel H. Peck".

Joel H. Peck  
Clerk of the Commission

DLLCRCPT  
LLNCD  
CIS0461



COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION

December 13, 2002

The State Corporation Commission has found the accompanying articles submitted on behalf of  
**THE MODY FAMILY, LLC**

to comply with the requirements of law, and confirms payment of all required fees.

Therefore, it is ORDERED that this

**CERTIFICATE OF ORGANIZATION**

be issued and admitted to record with the articles of organization in the Office of the Clerk of the  
Commission December 13, 2002.

STATE CORPORATION COMMISSION

By 

Commissioner



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**ARTICLES OF ORGANIZATION**  
**OF**  
**THE MODY FAMILY, LLC**

Pursuant to Chapter 12 of Title 13.1 Code of Virginia, the undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

**FIRST**: The name of the Company shall be "THE MODY FAMILY, LLC".

**SECOND**: The purposes of the Company are the following: (a) to consolidate the management of certain properties owned directly and indirectly by the Mody family; to promote the efficient and economical management of the properties by holding them in a single entity; to avoid the division of certain properties of the Mody family in order to promote the greater sales potential of the properties; to avoid potential expensive litigation and disputes over the properties of the Mody family by providing mechanisms which will provide for their management and procedures to resolve disputes; and to provide mechanisms which will eliminate the potential in the future of any member of the family transferring his or her Membership Interests in the Company without first offering such Membership Interests to the Company; (b) to engage generally in the real estate business, and to acquire, own, hold, develop, and operate real estate enterprises, as operator, managing agent, principal, agent, partner, stockholder, syndicate member, associate, joint venturer, participant, or otherwise; to invest funds in and to raise funds to be invested in such business; to purchase, construct, or otherwise acquire and own, develop, operate, lease, mortgage, pledge, and sell or otherwise dispose of real estate enterprises and other properties and any interest therein; and to do any and all things necessary or incident thereto; (c) to manage and control investments in other partnerships, businesses, and entities, whether in the form of debt, equity, or otherwise; and to hold, buy, sell, lease, pledge, mortgage, and otherwise deal in or dispose of those investments or similar interests; (d) to invest in stocks, bonds, securities, and other similar interests, including, without limitation, purchasing, selling, and dealing in stocks, bonds, notes, and evidences of indebtedness of any person, firm, enterprise, corporation, or association, domestic or foreign, and bonds and any other obligations of any government, state or municipality, school district or any political subdivision thereof, domestic or foreign, and bills of exchange and commercial paper, and any and all other securities of any kind, nature or description whatsoever; to invest in gold, silver, grain, cotton, and other commodities and provisions usually dealt in or on exchanges, or upon the over-the-counter-market; to form, organize, capitalize, and invest in, alone or jointly with others, and to sell or otherwise dispose of the same to others, and to form corporations, partnerships, joint ventures, limited liability companies, trusts, and other business entities, and in general, without limitation of the foregoing, to conduct such activities as are usual and customary in connection with stocks, bonds, securities, and other investments in corporations, partnerships, joint ventures, limited liability companies, trusts, and other business entities; and (e) to transact or engage in any other business that may be lawfully conducted by a Virginia limited liability company. The Company also shall have all the powers described in Section 13.1009 of the Code of Virginia.





**Notwithstanding anything contained herein, the approval of all members shall be required for any type of real estate investment or real estate activities, or any activity or investment not specifically listed in subparagraphs (a), (c), and/or (d) of this Article SECOND.**


THIRD: The initial location of the principal office of the Company shall be in the County of Fairfax, Virginia at 8312 Woodlea Mill Road, McLean, Virginia, 22102 or such other location as the Members may, from time to time, designate. The records required to be maintained by Section 13.1-1028 of the Code of Virginia are kept at the foregoing principal office. Roger Mody, who is a resident of Virginia and a manager and member of the Company, is the initial registered agent for the Company. The registered agent's business address is in the County of Fairfax, Virginia at 8312 Woodlea Mill Road, McLean, Virginia, 22102 which shall be the registered office of the Company.

FOURTH: The relations of the members and the affairs of the Company shall be governed by the Act as well as a written operating agreement which may be amended from time to time as set forth therein.

**[SIGNATURE PAGE FOLLOWS]**



IN WITNESS WHEREOF, the undersigned has signed these Articles of Organization and acknowledged them to be his act this 9 day of December, 2002.



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Roger Mody, Organizer

