State of Delaware
Secretary of State
Division of Corporations
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CERTIFICATE OF INCORPORATION

OF

CLAN CAMPBELL SOCIETY (NORTH AMERICA), INC.

THE UNDERSIGNED, in order to form a corporation for the purposes hereinafter stated under and pursuant to the provisions of the General Corporation Law of the State of Delaware, does hereby certify as follows:

1. The name of the corporation is:

CLAN CAMPBELL SOCIETY (NORTH AMERICA), INC.

2. The address of the registered office of the corporation in the State of Delaware is 1201 N. Orange Street, Suite 730, Wilmington, New Castle County, DE 19801 and the name of the registered agent in charge thereof is Edward V. Cattell, Jr.

3. The corporation is to be organized and operated for the following purposes:

To educate members of the Society, and the American public regarding the Clan Campbell, Scots and Scotland; and to carry on and conduct charitable activities consistent therewith, which may be necessary and proper. In furtherance thereof, the energy and resources of the Society shall be directed to the study of Scottish history and culture, and the influence of the Scottish heritage upon American history and culture; and to promote the goodwill of the Clan Campbell, in particular, and the understanding of the Scots and things Scottish, in general, among the American public.

4. The corporation shall be a nonprofit, nonstock corporation. The corporation shall not have any capital stock and the conditions of membership shall be stated in the bylaws.

5. The Board of Directors is authorized and empowered to make, alter, amend and rescind the By-Laws of the corporation, but By-Laws made by the Board may be altered or repealed, and new By-Laws made, by the members.

6. The corporation shall have members and the qualifications for membership shall be as set forth in the By-Laws of the corporation.

7. Election of directors need not be by written ballot unless so provided in the By-Laws of the corporation.

8. No Director shall be personally liable to the corporation or its members for monetary damages for breach of fiduciary duty as a Director, provided that this provision shall not eliminate the liability of a Director (i) for any breach of the Director's duty of loyalty to the corporation or its members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under section 174 of the General Corporation Law or (iv) for any transaction from which the Director derived an improper personal benefit.

9. Except as otherwise required by statute, the books and records of the corporation may be kept outside of the State of Delaware, at such place or places as provided in the By-Laws of the corporation or from time to time designated by the Board of Directors.

10. The name and address of the incorporator is as follows:

Name	Address
Edward V. Cattell, Jr.	1628 John F. Kennedy Boulevard Suite 2000 Philadelphia, PA 19103

IN WITNESS WHEREOF, the incorporator has hereunder set his hand and seal this 22nd day of October, 2003.

Edward V. Cattell, Jr.