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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

NON-PROFIT CORPORATION

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
(To Be Filed In Duplicate Original)**

AUG 2 2003

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Pursuant to the provisions of Section 7-6-40 of the General Laws, 1956, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is TEAM PROVIDENCE

2. The following amendment to the Articles of Incorporation was adopted by the corporation:

[Insert Amendment]

The current members of the Board of Directors of Team Providence have reviewed the attached articles and have voted to include the amendment, as stated on the attachment, into the Team Providence Articles of Incorporation.

3. The amendment was adopted in the following manner:

(check one box only)

☐ The amendment was adopted at a meeting of the members held on _____, at which meeting a quorum was present, and the amendment received at least a majority of the votes which members present or represented by proxy at such meeting were entitled to cast.

☒ The amendment was adopted by a consent in writing on August 28, 2003, signed by all members entitled to vote with respect thereto.

☐ The amendment was adopted at a meeting of the Board of Directors held on _____ and received the vote of a majority of the directors in office, there being no members entitled to vote with respect thereto.

4. Date when amendment is to become effective September 1, 2003
(not prior to, nor more than 30 days after, the filing of these Articles of Amendment)

Under penalty of perjury, we declare and affirm that we have examined these Articles of Amendment to the Articles of Incorporation, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: Aug. 29, 2003

Team Providence
Print Corporate Name

By Curtis Spence
☐ President or ☐ Vice President (check one)

By C. Huntley ^{AND}
☐ Secretary or ☐ Assistant Secretary (check one)

TEAM PROVIDENCE

570 Broad Street, Suite 301, Providence, RI 02907

AMENDMENT TO THE ARTICLES OF INCORPORATION

I. Team Providence is organized exclusively for charitable and educational purposes, and to foster local, regional and national amateur sports competition. Activities could include, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

II. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth above. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

III. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IV. The corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future code.

V. The corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

VI. The corporation will not retain any excess business holding as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

VII. The corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

VIII. The corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.



Team Providence



August 25, 2003

TO: George Linsey
Cedric Huntley

FROM: Curtis Spence

In order to comply with the requirements for 501(c)(3) status, the wording on the attached statement must be adopted for inclusion into the Team Providence Articles of Incorporation. An amendment to the Articles of Incorporation will be filed with the Secretary of State's Office on August 29, 2003, provided each director has voted to include the additional wording in the Articles of Incorporation by the end of the day on August 28. The amendment would then become effective September 1, 2003. Please cast your vote to adopt the amendment, as stated on the attached sheet, by affixing your signature below.

Thank you.

The undersigned directors, by affixing their signatures below, have voted to adopt the attached amendment to the Articles of Incorporation for Team Providence.

1. Curtis Spence Date 8.26.03
Curtis Spence

2. Cedric P. Huntley Date 8.26.03
Cedric Huntley

3. George A. Lindsey Date 8/26/03
George Linsey