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ID Number: 145317



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

FILED

JUN 28 2006

By AK
102542

NON-PROFIT CORPORATION

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION**

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

1. The name of the corporation is Warwick Girls Ice Hockey Club (WGIIHC)

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

[Insert Amendment]

SEE ATTACHED

3. The amendment was adopted in the following manner:

• (check one box only)

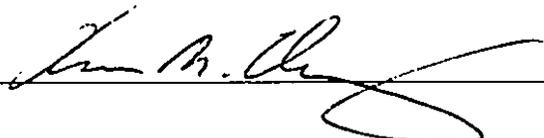
- The amendment was adopted at a meeting of the members held on June 26, 2006, at which meeting a quorum was present, and the amendment received at least a majority of the votes which members present or represented by proxy at such meeting were entitled to cast.
- The amendment was adopted by a consent in writing on _____, 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.

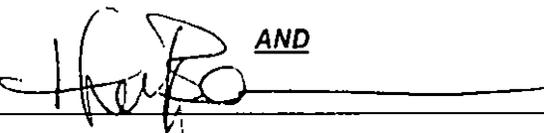
4. Date when amendment is to become effective June 28, 2006
(not prior to, nor more than 30 days after, the filing of these Articles of Amendment)

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: June 27, 2006

Warwick Girls Ice Hockey Club (WGIHC)
Print Corporate Name

By 
 President or Vice President (check one)

By  **AND**
 Secretary or Assistant Secretary (check one)

Ref: Warwick Girls Ice Hockey Club

Amendment to Articles of Incorporation

Article 1: Name and Location

The name of this corporation, which is a nonprofit corporation organized under the Nonprofit Corporation Act of the State of Rhode Island, is Warwick Girls Ice Hockey Club (WG-IHC)

Article 2: Purpose

1. General Purpose. The Warwick Girls Ice Hockey Club (WG-IHC) is organized and operated for the following general purposes:
 - a) Exclusively as a qualified amateur sports organization within the meaning of '501(c)(3) of the Internal Revenue Code of 1986 (as amended) or the corresponding provision of any future United States internal revenue law, including for such purposes, the making of distributions to organizations which are recognized as exempt from tax under such '501(c)(3).
 - b) To exercise such of the rights, powers, duties and authority of a nonprofit corporation organized under the Nonprofit Corporation Act of the State of Rhode Island which are consistent with the preceding paragraph.
2. Specific Purposes. The specific purposes of the Warwick Girls Ice Hockey Club (WG-IHC) include, without limitation, are the following:
 - a) To develop character, sportsmanship, and physical fitness among the youth in the local community;
 - b) To promote, encourage, and improve the standard of girls' amateur ice hockey;
 - c) To associate with other ice hockey programs associations;
 - d) To conduct a girls' amateur hockey program that strives to be aligned with the rules and regulations of the Rhode Island Amateur Hockey Association, Rhode Island Interscholastic League and USA Hockey;
 - e) To perform or participate in other activities that will reach these objectives.

Article 3: Dissolution Clause

Upon the dissolution or winding up of the Warwick Girls Ice Hockey Club~~(wv1114)~~ or in the event it shall cease to engage in carrying out the purposes and goals set forth in these Articles, all of the business, properties, assets and income of the Warwick Girls Ice Hockey Club~~(wv1114)~~ remaining after payment, or provision for payment, of all debts and liabilities of this Warwick Girls Ice Hockey Club~~(wv1114)~~ shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for tax exempt purposes which are reasonably related to the purposes and goals of this Warwick Girls Ice Hockey Club~~(wv1114)~~, as may be determined by the Board of Directors of this Warwick Girls Ice Hockey Club~~(wv1114)~~ in its sole discretion, and which has established its tax exempt status under '501(c)(3) of the Internal Revenue Code of 1986, as amended.