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114121



State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE
100 North Main Street
Providence, Rhode Island
02903-1335

ORIGINAL

NON-PROFIT CORPORATION

PLEASE TAKE NOTICE
that the corporation must be in good standing prior to filing

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

The Providence Festival for New Latin American Cinema

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:

FIRST: The name of the corporation is: The Providence Festival for New Latin American Cinema

SECOND: The following amendment to the Articles of Incorporation was adopted by the corporation:
(Insert Amendment)

Add Article Fourth per Attachment 1.

RECEIVED
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PROVIDENCE, RHODE ISLAND
DEC 13 12 26 PM '00

FILED
DEC 13 2000

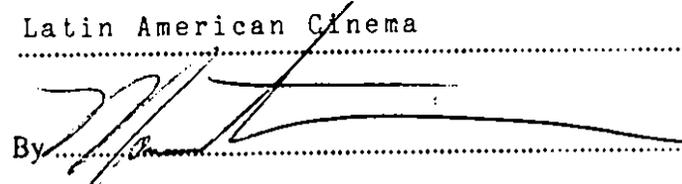
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THIRD: The amendment was adopted in the following manner:

(c) "The amendment was adopted at a meeting of the Board of Directors held on November 22, 2000, and received the vote of a majority of the Directors in office, there being no members entitled to vote in respect thereof."

Dated December, 2000

The Providence Festival for New Latin American Cinema ..... (Note 2)

By  ..... (Note 3)

Chairperson

Its ..... ~~President~~ ~~President~~

and Margaret Lewis ..... (Note 3)

Its ..... Secretary of ~~the corporation~~

NOTES:

1. Insert whichever of the following statements is applicable:
  - (a) "The amendment was adopted at a meeting of members held on , at which 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."
  - (b) "The amendment was adopted by a consent in writing signed under date of by all members entitled to vote in respect thereto."
  - (c) "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 in respect thereof."
2. Exact corporate name of corporation adopting the Amendment.
3. Signatures and titles of officers signing for the corporation.

## THE PROVIDENCE FESTIVAL FOR NEW LATIN AMERICAN CINEMA

### ARTICLES OF INCORPORATION ARTICLE FOURTH

Notwithstanding any other provision of these articles, the corporation is organized exclusively for educational and cultural purposes as specified in section 501 (c)(3) of the Internal Revenue Code of 1986, and shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under section 501 (c)(3) of the Internal Revenue Code of 1986.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, directors, 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 in Article Third hereof.

No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, nor shall the corporation participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

No payments or distributions shall be made by this corporation and no other activities shall be carried on or engaged in by this corporation which would result in the denial or revocation of the exemption of this corporation from federal income taxation under the provisions of the Internal Revenue Code of 1986, as an organization described in Sec. 501(c)(3) of said Code or the deductibility of contributions to and for the use on this corporation for federal income tax purposes under the provisions of Sec. 170 of said Code, or the deductibility of any transfer, devise or bequests to said corporation for federal estate tax purposes under the provisions of Sec. 2055 and Sec. 2105 of said Code, or the deductibility of gifts to said corporation for federal gift tax purposes under the provisions of Sec. 2522 of said Code.

Upon dissolution of the corporation, the Officers shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Sec. 501(c)(3) of the Internal Revenue Code of 1986, (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Superior Court 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.