

State of Rhode Island and Providence Plantations

DV

NON-PROFIT CORPORATION

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

Family AIDS Center for Treatment and Support (FACTS)

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 Family AIDS Center for Treatment and Support
(FACTS)

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

(Insert Amendment)

The following provisions are added to Article four:
Notwithstanding any other provision of these articles, the corporation is organized exclusively for one or more of the following purposes: religious, charitable, scientific, testing for public safety, literary, or educational purposes, or to foster national or international amateur sports competition, or for the prevention of cruelty to children or animals, as specified in section 501(c)(3) of the Internal Revenue Code of 1954, and shall not carry on any activities not permitted to be carried on by the corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954. No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation), and no member, trustee, officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the corporation activities shall be carrying on propaganda, or otherwise attempting, to influence legislation (except as otherwise provided by Internal Revenue Code section 501(h) or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office. In the event of dissolution, all of the remaining assets and property of the corporation shall after payment of necessary expenses thereof be distributed to such organizations as shall qualify under section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or to another organization to be used in such a manner as in the judgment of a Justice of the state of Rhode Island will best accomplish the general purposes for which this corporation was formed.

THIRD: The amendment was adopted in the following manner:

(Note 1)

" The amendment was adopted at a meeting held on 12/21/88
, 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."

Dated 12/21, 1988

Family AIDS Center for Treatment and Support
(FACTS)

By Raymond B. Mahr (Note 3)

Its President

and Peter S. Smith M.D. (Note 3)

Its Secretary

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SECRETARY OF STATE
CORPORATIONS DIV.

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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.