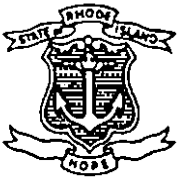


Filing Fee: \$10.00

ID Number: 88487
05-0473723



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**

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 American Diner Museum, Inc.

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

(Insert Amendment)

Paragraph Third relative to the purposes for which the corporation is organized is amended as follows: See Exhibit A attached hereto

06 JUN 27 1998

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FILED
JUN 29 1998
By [Signature] #5
206951

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 _____, signed by all members entitled to vote with respect thereto.
- ☒ The amendment was adopted at a meeting of the Board of Directors held on June 22, 1998, 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 upon filing of these Articles of Amendment
(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 therein are true and correct.

Dated: 06.29.98

AMERICAN DINER MUSEUM, INC.

(Exact Name of Corporation)

By

☒ President

or

☐ Vice President

(check one)

AND

By

☒ Secretary

or

☐ Assistant Secretary (check one)

EXHIBIT A

(a) **PURPOSE:** The corporation is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

(i) To collect, preserve, restore, and maintain for study, exhibition, and operation, American diners, their associated artifacts, and relevant ephemera and to provide a source of information of a scientific, historical, and educational nature relating to the origin, development, and use of diners and their operations.

(ii) To establish and administer special and general funds for purposes within the corporate purposes and powers. Such funds may include administrative, legal defense, restoration, revolving (to finance acquisitions for preservation and/or conservation purposes), publications, conference, and general purpose funds as well as such other funds as shall be established by the Board.

(iii) To exercise all corporate powers conferred upon the Corporation under the Rhode Island Non-profit Corporation Law in effect from time to time.

(b) **INUREMENT OF INCOME:** 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.

(c) **LEGISLATIVE OR POLITICAL ACTIVITIES:** 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 (including the publishing or distribution of statements for any political campaign) on behalf of any candidate for public office.

(d) **OPERATIONAL LIMITATIONS:** Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions, to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

(e) **DISSOLUTION AGREEMENT:** Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall

determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas 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 operated exclusively for such purposes.