



**State of Rhode Island
Office of the Secretary of State**

Fee: \$10.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Non-Profit Corporation
Articles of Amendment**

(Section 7-6-40 of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the corporation is Rhode Island Campus Club

If the entity's name is changing, state the new name: Rhode Island Campus Club

ARTICLE II

If the corporate duration is changing, so state: X Perpetual

If the corporate purpose is changing, so state:

THE CORPORATION IS ORGANIZED EXCLUSIVELY FOR CHARITABLE PURPOSES THAT QUALIFY UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE, INCLUDING THE ISSUANCE OF COLLEGE SCHOLARSHIPS TO INDIVIDUALS ATTENDING THE UNIVERSITY OF RHODE ISLAND MEETING THE ESTABLISHED CRITERIA DEVELOPED BY THE ORGANIZATION'S BOARD OF DIRECTORS. THE CORPORATION MAY EXERCISE ALL OTHER RIGHTS AND POWERS CONFERRED UPON CORPORATIONS FORMED UNDER RHODE ISLAND GENERAL LAWS, CHAPTER 7-6, AS NOW IN FORCE OR AS HEREAFTER AMENDED; PROVIDED, HOWEVER, THAT THE CORPORATION SHALL NOT ENGAGE IN ANY ACTIVITIES OR EXERCISE ANY POWERS THAT ARE NOT IN FURTHERANCE OF THE SPECIFIC AND PRIMARY PURPOSES OF THE CORPORATION, EXCEPT TO AN INSUBSTANTIAL DEGREE.

If there is a change in the number of directors, modify this section:

The number of directors constituting the Board of Directors of the Corporation is 3

and the names and addresses of the persons who are to serve as the directors are:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
PRESIDENT	EDWARD ERNST	29 LOWER COLLEGE ROAD KINGSTON, RI 02881 USA
TREASURER	EDWARD ERNST	29 LOWER COLLEGE ROAD KINGSTON, RI 02881 USA
SECRETARY	GEORGE XIARHOS	29 LOWER COLLEGE ROAD KINGSTON, RI 02881 USA
VICE PRESIDENT	GEORGE XIARHOS	29 LOWER COLLEGE ROAD

		KINGSTON, RI 02881 USA
DIRECTOR	GEORGE XIARHOS	29 LOWER COLLEGE ROAD KINGSTON, RI 02881 USA
DIRECTOR	KEB BRACKENBURY	29 LOWER COLLEGE ROAD KINGSTON, RI 02881 USA
DIRECTOR	EDWARD ERNST	29 LOWER COLLEGE ROAD KINGSTON, RI 02881 USA

If there are any other provisions to be amended, so state:

(A) NO PART OF THE NET EARNINGS OF THE CORPORATION SHALL INURE TO THE BENEFIT OF OR BE DISTRIBUTABLE TO ANY OFFICER OR DIRECTOR OF THE CORPORATION OR ANY PRIVATE INDIVIDUAL, 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 ITS EXEMPT PURPOSES. NO SUBSTANTIAL PART OF THE ACTIVITIES OF THE CORPORATION SHALL CONSIST OF 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.

(B) NOTWITHSTANDING ANY OTHER PROVISION 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, AS AMENDED (OR THE CORRESPONDING PROVISION OF ANY FUTURE UNITED STATES INTERNAL REVENUE CODE); OR (B) BY A CORPORATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(C)(2) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED (OR THE CORRESPONDING PROVISION OF ANY FUTURE UNITED STATES INTERNAL REVENUE CODE).

(C) UPON THE DISSOLUTION OF THE CORPORATION, THE CORPORATION'S ASSETS SHALL NOT BE CONVEYED TO ANY ORGANIZATION CREATED OR OPERATED FOR PROFIT OR TO ANY INDIVIDUAL, AND ALL OF THE REMAINING ASSETS OF THE CORPORATION, AFTER THE PAYMENT OF ALL OF THE LIABILITIES OF THE CORPORATION, SHALL BE CONVEYED OR DISTRIBUTED TO ONE OR MORE ORGANIZATIONS WITH PURPOSES SIMILAR TO THE PURPOSES OF THE CORPORATION AND EXEMPT FROM TAXATION UNDER THE PROVISIONS OF SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE (OR CORRESPONDING PROVISION OF ANY FUTURE UNITED STATES INTERNAL REVENUE CODE). 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
ORGANIZATIONS, AS SAID COURT SHALL DETERMINE, WHICH ARE ORGANIZED AND
OPERATED EXCLUSIVELY FOR SUCH PURPOSES.

(D) NOTWITHSTANDING ANYTHING HEREIN TO THE CONTRARY:

1. THE CORPORATION WILL DISTRIBUTE ITS INCOME FOR EACH TAX YEAR AT A
TIME AND IN A MANNER AS TO NOT TO BECOME SUBJECT TO THE TAX ON
UNDISTRIBUTED INCOME IMPOSED BY SECTION 4942 OF THE INTERNAL REVENUE
CODE,
OR A CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.
2. THE CORPORATION WILL NOT ENGAGE IN ANY ACT OF SELF DEALING AS
DEFINED IN SECTION 4941(D) OF THE INTERNAL REVENUE CODE, OR A
CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.
3. THE CORPORATION WILL NOT RETAIN ANY EXCESS BUSINESS HOLDINGS AS
DEFINED IN SECTION 4943(C) OF THE INTERNAL REVENUE CODE, OR A
CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.
4. THE CORPORATION WON'T MAKE ANY INVESTMENT IN ANY MANNER AS TO
SUBJECT IT TO TAX UNDER SECTION 4944 OF THE INTERNAL REVENUE CODE, OR A
CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.
5. THE CORPORATION WON'T MAKE ANY TAXABLE EXPENDITURES AS DEFINED IN
SECTION 4945(D) OF THE INTERNAL REVENUE CODE, OR A CORRESPONDING
SECTION
OF ANY FUTURE FEDERAL TAX CODE.

ARTICLE III

The Amendment was adopted in the following manner:

(check one box only)

☐ The amendment was adopted at a meeting of 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 3/29/2021 , and received the vote of a majority of the directors in office, there being no members entitled to vote with respect thereto.

ARTICLE IV

Date when amendment is to become effective

(not prior to, nor more than 30 days after, the filing of these Articles of Amendment)

Signed this 30 Day of March, 2021 at 4:18:07 AM. *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-6.*

Rhode Island Campus Club
Corporate Name

By EDWARD ERNST

☒ President or ☐ Vice President (check one)

AND

By GEORGE XIARHOS

☒ Secretary or ☐ Assistant Secretary (check one)

Form No. 201
Revised 09/07

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State of Rhode Island

Department of State | Office of the Secretary of State

Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island,
hereby certify that this document, duly executed in accordance with the provisions
of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this

office on this day:

March 30, 2021 04:16 AM

A handwritten signature in blue ink, appearing to read "Nellie M. Gorbea". The signature is fluid and cursive.

Nellie M. Gorbea

Secretary of State

