



**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 CARIBBEAN EDUCATIONAL AND BASEBALL FOUNDATION

If the entity's name is changing, state the new name: Schwechheimer Family Foundation

ARTICLE II

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

If the corporate purpose is changing, so state:

TO SUPPORT AND FOSTER ACADEMIC AND ATHLETIC EDUCATIONAL INSTITUTIONS AND PROGRAMS FOR YOUNG PEOPLE LIVING IN THE UNITED STATES OF AMERICA AND THE CARIBBEAN REGION. THROUGH INSTRUCTION, BOTH INSIDE AND OUTSIDE OF A CLASSROOM SETTING, THE CORPORATION SEEKS TO CREATE AN ENDURING ENVIRONMENT FOR HIGH-QUALITY PROGRAMS THAT INTEGRATE ACADEMICS, ATHLETICS, AND SOCIAL VALUES FOR YOUTH LIVING IN COMMUNITIES WITHIN THE UNITED STATES OF AMERICA AND CARIBBEAN REGION. THROUGH THE ESTABLISHMENT OF A MUSEUM DEDICATED TO ATHLETICS, THE CORPORATION SEEKS TO PROVIDE OPPORTUNITIES FOR THE GENERAL PUBLIC TO INCREASE THEIR UNDERSTANDING AND APPRECIATION OF ATHLETIC AND COMMUNITY PURSUITS.

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 9

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	JANE SCHWECHHEIMER	21 LAND N SEA DR WAKEFIELD, RI 02817 USA
TREASURER	MATTHEW WHITE	28 BENJAMIN REYNOLDS RD WEST GREENWICH, RI 02817 USA
SECRETARY	STEVE OLAUSEN	20 QUEENSPORT WAY NORTH KINGSTOWN, RI 02852 USA
DIRECTOR	JORDAN KOBRITZ	6 STEWART PLACE CORTLAND, NY 13045 USA
DIRECTOR	TOMMY GOODMAN	1821 CORCORAN ST NW WASHINGTON, DC 20009 USA
DIRECTOR	MICHO SPRING	65 COMMONWEALTH AVE

		BOSTON, MA 02116 USA
DIRECTOR	LAWRENCE CANCRO	6 POLE HILL DRIVE ANDOVER, MA 01810 USA
DIRECTOR	JAMES HEALEY	23 WEST STREET SHARON, MA 02067 USA
DIRECTOR	DORIS BURKE	33 EASTERN VIEW AVE WAKEFIELD, RI 02879 USA
DIRECTOR	RALPH PATINO	113 ALMERIA AVE COAL CABLES, FL 33134 USA
DIRECTOR	DANIEL CARNEY	36 SOUTH COUNTY COMMONS WAY, UNIT 2-C SOUTH KINGSTOWN, RI 02879 USA
DIRECTOR	MARC GROSSMAN	3166 N 20TH STREET ARLINGTON, VA 22201 USA

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

PROVISIONS, IF ANY, NOT INCONSISTENT WITH THE LAW, WHICH THE INCORPORATORS ELECT TO SET FORTH IN THESE ARTICLES OF INCORPORATION FOR THE REGULATION OF THE INTERNAL AFFAIRS OF THE CORPORATION ARE:

A. AT ALL TIMES, THE CORPORATION SHALL OPERATE EXCLUSIVELY FOR CHARITABLE AND EDUCATIONAL PURPOSES WITHIN THE MEANING OF SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, AS AMENDED (THE "CODE") OR, THE CORRESPONDING PROVISION OF ANY FUTURE UNITED STATES OF AMERICA INTERNAL REVENUE CODE.

B. NO PART OF THE NET EARNINGS OF THE CORPORATION SHALL INURE TO THE BENEFIT OF, OR BE DISTRIBUTED TO, ANY MEMBER, DIRECTOR, OR OFFICER OF THE CORPORATION OR TO ANY OTHER PRIVATE PERSON. HOWEVER, THE CORPORATION SHALL BE AUTHORIZED TO PAY REASONABLE COMPENSATION FOR SERVICES RENDERED, AND TO MAKE PAYMENTS AND DISTRIBUTIONS IN FURTHERANCE OF ITS PURPOSES.

C. NO SUBSTANTIAL PART OF THE ACTIVITIES OF THE CORPORATION SHALL BE THE CARRYING ON OF PROPAGANDA, OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION. THE CORPORATION SHALL NOT PARTICIPATE IN, NOR INTERVENE IN ANY POLITICAL CAMPAIGN ON BEHALF OF ANY CANDIDATE FOR PUBLIC OFFICE (INCLUDING THROUGH THE PUBLICATION OR DISTRIBUTION OF STATEMENTS).

D. NOTWITHSTANDING ANY OTHER PROVISION OF THESE ARTICLES, THE CORPORATION SHALL NOT CARRY ON ANY ACTIVITY NOT PERMITTED TO BE CARRIED ON BY AN ENTITY EXEMPT FROM FEDERAL INCOME TAXATION UNDER SECTION 501(C)(3) OF THE CODE.

E. IN FURTHERANCE OF ITS CHARITABLE AND EDUCATIONAL PURPOSES, THE CORPORATION IS AUTHORIZED TO:

A. DEVELOP, CONDUCT, ADMINISTER, AND COORDINATE ACADEMIC AND ATHLETIC PROGRAMS THAT PROVIDE SERVICES, TRAINING, ACTIVITIES,

EQUIPMENT, AND FACILITIES FOR THE YOUTH AND OTHER MEMBERS OF THE COMMUNITIES OF THE UNITED STATES OF AMERICA AND CARIBBEAN NATIONS;

B. EXPEND FUNDS AND PROVIDE FACILITIES, EQUIPMENT AND PERSONNEL IN ORDER TO ACHIEVE THE PURPOSES OUTLINED HEREIN;

C. DO ANY AND ALL OTHER THINGS DIRECTLY OR INDIRECTLY IN FURTHERANCE OF THE FOREGOING, TO THE EXTENT PERMITTED UNDER SECTION 501(C)(3) OF THE CODE AND THE LAWS OF THE STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS.

F. IN CARRYING OUT THE FOREGOING, THE CORPORATION SHALL HAVE ALL POWERS NECESSARY OR INCIDENTAL TO ITS PURPOSES, CONSISTENT WITH THE POWERS OF A CORPORATION FORMED UNDER CHAPTER 7-6 OF THE RHODE ISLAND NONPROFIT CORPORATION ACT, INCLUDING (BUT NOT LIMITED TO) THE FOLLOWING POWERS:

A. TO RAISE FUNDS AND TO RECEIVE GRANTS, GIFTS, AND BEQUESTS FROM ANY SOURCE;

B. TO BUY, ACQUIRE, HOLD, RETAIN, SELL AND OTHERWISE DISPOSE OF PROPERTY OF ANY NATURE WHATSOEVER;

C. TO CONTRACT WITH, AND OTHERWISE FORM ALLIANCES WITH, OTHER PERSONS, AGENCIES, OR ORGANIZATIONS OF EVERY KIND;

D. TO BORROW OR LEND MONEY, AND TO PLEDGE AND RECEIVE PLEDGES OF PROPERTY AS COLLATERAL; AND

E. TO ADMIT MEMBERS AND TO RECEIVE DUES FROM MEMBERS.

G. SUBJECT TO APPLICABLE PROVISIONS OF LAW, THE CORPORATION MAY AT ANY TIME, UPON THE AFFIRMATIVE VOTE OF AT LEAST TWO-THIRDS OF ITS DIRECTORS, DISSOLVE. UPON SUCH DISSOLUTION, ALL OF THE ASSETS OF THE CORPORATION, AFTER PROVISION FOR PAYMENT OF ALL DEBTS AND JUST OBLIGATIONS, SHALL BE CONTRIBUTED TO AN ORGANIZATION HAVING GOALS AND

CHARACTER SIMILAR TO THE CORPORATION, PROVIDED THAT SUCH ORGANIZATION

IS ORGANIZED AND OPERATED EXCLUSIVELY FOR CHARITABLE, EDUCATIONAL, OR SCIENTIFIC PURPOSES WITHIN THE MEANING OF SECTION 501(C)(3) OF THE CODE, AND WHICH SHALL AT THAT TIME QUALIFY AS AN ORGANIZATION EXEMPT FROM TAXATION UNDER THAT SECTION.

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 3/24/2021 , 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.

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 29 Day of April, 2021 at 9:15:20 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.*

CARIBBEAN EDUCATIONAL AND BASEBALL FOUNDATION

Corporate Name

By JANE SCHWECHHEIMER

☒ President or ___ Vice President (check one)

AND

By STEVE OLAUSEN

☒ 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:

April 29, 2021 09:14 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

