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 Project Offset

If the entity's name is changing, state the new name: Project Offset

ARTICLE II

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

If the corporate purpose is changing, so state:

CLIMATE CHANGE, THE DEFINING PROBLEM OF THE 21ST CENTURY, IS ARGUABLY THE SINGLE MOST IMPACTFUL CHALLENGE HUMANKIND HAS EVER FACED. A MAJORITY OF PEOPLE ACKNOWLEDGE THE ISSUE AND THE NEED TO ACT, BUT THERE
ARE NOT TOO MANY WAYS FOR EVERYDAY PEOPLE TO DO MUCH ABOUT IT. THIS CAN
LEAD THOSE WHO CARE DEEPLY ABOUT THE ISSUE TO FEEL BOTH HELPLESS AND HOPELESS.

PROJECT OFFSET IS OUR RESPONSE TO THIS PROBLEM. WE ARE A PLATFORM THAT CONNECTS THOSE WHO CARE ABOUT REVERSING CLIMATE CHANGE WITH THE (OFTEN
LARGELY UNKNOWN) ORGANIZATIONS THAT ARE ALREADY WORKING TO MAKE IT HAPPEN. WE ASSEMBLE A VARIETY OF EXISTING AND UPCOMING SUSTAINABILITY BASED PROJECTS FROM THESE ORGANIZATIONS, AND ALLOW BOTH INDIVIDUALS AND
COMPANIES TO DONATE TO THESE PROJECTS. THIS ALLOWS THEM TO OFFSET THEIR

CARBON FOOTPRINT AND ENABLE THE SUPPORTED PROJECTS AND ORGANIZATIONS TO
DO MORE OF THE IMPORTANT WORK IN WHICH THEY ARE ENGAGED.

THE ORGANIZATION IS ORGANIZED EXCLUSIVELY FOR CHARITABLE, EDUCATIONAL,

AND SCIENTIFIC PURPOSES UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, OR CORRESPONDING SECTIONS OF ANY FUTURE FEDERAL TAX CODE. UPON DISSOLUTION OF THE ORGANIZATION, ASSETS SHALL BE DISTRIBUTED FOR ONE OR MORE EXEMPT PURPOSES WITHIN THE MEANING OF SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, OR CORRESPONDING SECTION OF ANY FUTURE FEDERAL
TAX CODE, OR SHALL BE DISTRIBUTED TO THE FEDERAL GOVERNMENT, OR TO A

STATE OR LOCAL GOVERNMENT, FOR A PUBLIC PURPOSE.

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
INCORPORATOR	MATTHEW DAVID LEPINE	50 POUND ROAD CUMBERLAND, RI 02864 USA
DIRECTOR	MATTHEW DAVID LEPINE	50 POUND ROAD CUMBERLAND, RI 02864 USA
DIRECTOR	DANIELA MARIA MIRANDA	200 WOODVIEW WAY, APT. 2305 FRANKLIN, MA 02038 USA
DIRECTOR	LUKE ALEXANDER JACKSON	117A HAYDEN ROAD GROTON, MA 01450 USA
PRESIDENT	MATTHEW DAVID LEPINE	50 POUND ROAD CUMBERLAND, RI 02864 USA
TREASURER	DANIELA MARIA MIRANDA	200 WOODVIEW WAY, APT. 2305 FRANKLIN, MA 02038 USA
SECRETARY	LUKE ALEXANDER JACKSON	117A HAYDEN ROAD GROTON, MA 01450 USA

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

ARTICLE III

The Amendment was adopted in the following manner:

(check one box only)

X The amendment was adopted at a meeting of members held on 8/19/2021 , 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 8/20/2021
(not prior to, nor more than 30 days after, the filing of these Articles of Amendment)

Signed this 20 Day of August, 2021 at 12:30:31 PM. *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.*

Project Offset
Corporate Name

By MATTHEW LEPINE

_x_ President or __ Vice President (check one)

AND

By LUKE JACKSON

_x_ Secretary or __ Assistant Secretary (check one)

Form No. 201
Revised 09/07

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