

TO WHOM IT MAY CONCERN:

Be advised that on this 12th day of January, 1977, at the meeting of Trustees of the NEVADA ELKS MAJOR PROJECT, INC., Paragraphs (1) and (2) of ARTICLE II of the ARTICLES OF INCORPORATION OF NEVADA ELKS MAJOR PROJECT, INC. were amended to read as follows:

II

That the purposes for which this corporation is organized are:

(1) To raise funds for assisting and aiding in the "Visual Screening of Children", to raise and expend money for such purposes and for the establishment and use of mobile units, staffs of trained therapists and others for help in such visual screening; but with the specific provisions that none of the funds raised shall inure to the benefit or profit of any individual person or persons. That funds shall be raised in such amounts and proportions, as may from time to time be determined by the corporation Board of Trustees, and to raise funds for a carrying on of such charitable and eleemosynary activities, either through Nevada Elks Association and/or its members, or from other organizations, sources, or individuals, and to do any and all things incidental or necessary thereto, expedient, useful or desirable in connection therewith, including entering into contracts, which this corporation may lawfully do in furtherance of any or all such purposes. Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954.

(2) This corporation is one that does not contemplate any pecuniary gain or profit to the members thereof. All funds raised by this corporation, with the exception of such part thereof as may be required to meet the reasonable expense of maintaining this corporation and its relief, charitable, and welfare activities, shall be held for distribution and distributed, paid over or made available only for all or any of the purposes aforesaid. No part or portion of the net receipts, earnings, or funds of this corporation shall at any time inure to the benefit of any private member of this corporation, or other individual. The property of this corporation is irrevocably dedicated to charitable purposes. Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

DATED: This 12th day of January 1977.

David Bartlett

DAVID BARTLETT, Chairman
NEVADA ELKS MAJOR PROJECT, INC.

FILED
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA
MAR 05 1990

CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION OF

NEVADA ELKS MAJOR PROJECT, INC.
A Non-Profit Corporation

The above-named corporation, under its corporation seal and the bonds of its duly elected and acting President and Chairman of the Board of Trustees hereby certifies that the following is a true and correct copy of the resolutions adopted by the Board of Trustees of said corporation at a meeting duly called and held on February 27, 1990, at which a quorum was at all times present, and that said resolutions have not been modified or rescinded and are still in force and effect:

RESOLVED: That Article II, Paragraph (1) of the Articles of Incorporation be amended to include the following language:

ARTICLE II

(1) The purpose of this corporation is hereby amended and enlarged to include any charity designated as the Nevada Elks Major Project by the Nevada State Elks Association, including but not limited to the elimination of child abuse.

IT IS FURTHER RESOLVED that Paragraph (2) of Article II be amended to contain the following language:

(2) In the event of dissolution of the Corporation, no distribution of any of the property or the assets of the Corporation shall be made to any trustee, officer, or employee of the Corporation, or any other private individual, but all of such property and assets shall be applied to, and paid over, in the discretion of the Board of Trustees, to an organization described in Section 501(c)(3) of the Internal Revenue Code of 1954, or any corresponding future statute.

We hereby further certify that subsequent thereto, the written consent of the Board of Trustees of this corporation were secured, approving the foregoing amendments to Article II of the Articles of Incorporation for Nevada Elks Major Project, Inc.

DATED: March 5, 1990

NEVADA ELKS MAJOR PROJECT, INC.

BY William Potts

William Potts, President
Nevada State Elks Association

Attest:

Robert Romer

ROBERT ROMER, Chairman/Secretary
Nevada Elks Major Project, Inc.

STATE OF NEVADA)
) ss:
COUNTY OF CARSON)

On this 5th day of March, 1990, before me, the undersigned, a Notary Public in and for the said County and State, personally appeared **WILLIAM POTTS**, President of the Nevada State Elks Association and a member of the Board of Trustees of Nevada Elks Major Project, Inc., known to me to be the person described in and who executed the foregoing Certificate of Amendment of the Articles of Incorporation of Nevada Elks Major Project, Inc./ a Nevada Non-Profit corporation, on the above date, and who acknowledged to me that

Be executed the same freely and voluntarily and for the uses and purposes therein mentioned.

WITNESS MY HAND AND OFFICIAL SEAL.

Nancy Cotsonis

NOTARY PUBLIC

STATE OF NEVADA)
) ss:
COUNTY OF CARSON)

On this 5th day of March, 1990, before me, the undersigned, a Notary Public in and for the said County and State, personally appeared **ROBERT ROMER**, Chairman of the Board of Trustees of Nevada Elks Major Project, Inc., known to me to be the person described in and who executed the foregoing Certificate of Amendment of the Articles of Incorporation of Nevada Elks Major Project, Inc./ a Nevada Non-Profit corporation, on the above date, and who acknowledged to me that he executed the same freely and voluntarily and for the uses and purposes therein mentioned.

WITNESS MY HAND AND OFFICIAL SEAL.

Nancy Cotsonis

NOTARY PUBLIC