



OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

DECEMBER 6, 2000

6024-688-2

C T CORPORATION SYSTEM
600 S 2ND ST
SPRINGFIELD, IL 62704

RE DARIEN LIONS CLUB FOUNDATION

DEAR SIR OR MADAM:

ENCLOSED YOU WILL FIND THE CERTIFICATE OF AMENDMENT FOR THE ABOVE NAMED CORPORATION.

FEES IN THIS CONNECTION HAVE BEEN RECEIVED AND CREDITED.

PLEASE BE ADVISED IF YOU HAVE CHANGED THE CORPORATE TITLE, THE OLD NAME WILL APPEAR ON THE CERTIFICATE INSTEAD OF THE NEW CORPORATE NAME.

THE ENCLOSED CERTIFICATE MUST BE RECORDED IN THE OFFICE OF THE RECORDER OF THE COUNTY IN WHICH THE REGISTERED OFFICE OF THE CORPORATION IS LOCATED.

SINCERELY YOURS,

Jesse White

JESSE WHITE
SECRETARY OF STATE

DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION
TELEPHONE (217) 782-6961

JW:CD

State of Illinois
Office of
The Secretary of State

Whereas, ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF DARIEN LIONS CLUB FOUNDATION INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE GENERAL NOT FOR PROFIT CORPORATION ACT OF ILLINOIS, IN FORCE JANUARY 1, A.D. 1987.

Now Therefore, I, Jesse White, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 6TH day of DECEMBER A.D. 2000 and of the Independence of the United States the two hundred and 25TH



Jesse White

Secretary of State

NFP-110.30
(Rev. Jan. 1999)

File # 6024-688-2

JESSE WHITE
Secretary of State
State of Illinois

This Space For Use By Secretary of State	
Date	12-6-00
Filing Fee	\$25.00
Approved	<i>[Signature]</i>

Submit in Duplicate
Remit payment in check or money
order, payable to "Secretary of
State."

ARTICLES OF AMENDMENT
under the
GENERAL NOT FOR PROFIT
CORPORATION ACT

DO NOT SEND CASH!

Pursuant to the provisions of "The General Not For Profit Corporation Act of 1986," the undersigned corporation hereby adopts these Articles of Amendment to its Articles of Incorporation.

ARTICLE ONE The name of the corporation is Darien Lions Club Foundation

(Note 1)

ARTICLE TWO The following amendment to the Articles of Incorporation was adopted on November 16,
2000 in the manner indicated below ("X" one box only.) (Month & Day)
(Year)

- By the affirmative vote of a majority of the directors in office, at a meeting of the board of directors, in accordance with Section 110.15. (Note 2)
- By written consent, signed by all the directors in office, in compliance with Sections 110.15 and 108.45 of this Act. (Note 3)
- By the members at a meeting of members entitled to vote by the affirmative vote of the members having not less than the minimum number of votes necessary to adopt such amendment, as provided by this Act, the articles of incorporation or the bylaws, in accordance with Section 110.20. (Note 4)
- By written consent signed by members entitled to vote having not less than the minimum number of votes necessary to adopt such amendment, as provided by this Act, the articles of incorporation, or the bylaws, in compliance with Sections 107.10 and 110.20 of this Act. (Note 5)

(INSERT RESOLUTION)

(SEE ATTACHED EXHIBIT I)

(If space is insufficient, attach additional pages size 8 1/2 x 11)

The undersigned corporation has caused these articles to be signed by its duly authorized officers, each of whom affirm, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK.**)

Dated November 16 2000
(Month & Day) (Year)

Darien Lions Club Foundation
(Exact Name of Corporation)

attested by [Signature]
(Signature of Secretary or Assistant Secretary)

by [Signature]
(Signature of President or Vice President)

Ray Krusinski - Secretary
(Type or Print Name and Title)

Arthur P. Donner - President
(Type or Print Name and Title)

NOTES AND INSTRUCTIONS

- NOTE 1:** State the true exact corporate name as it appears on the records of the Office of the Secretary of State, **BEFORE** any amendments herein reported.
- NOTE 2:** Directors may adopt amendments without member approval only when the corporation has no members, or no members entitled to vote.
- NOTE 3:** Director approval may be (1) by vote at a director's meeting (either annual or special) or (2) consent, in writing, without a meeting.
- NOTE 4:** All amendments not adopted under Sec. 110.15 require (1) that the board of directors adopt a resolution setting forth the proposed amendment and (2) that the members approve the amendment.

Member approval may be (1) by vote at a members meeting (either annual or special) or (2) by consent, in writing, without a meeting.

To be adopted, the amendment must receive the affirmative vote or consent of the holders of at least 2/3 of the outstanding members entitled to vote on the amendment (but if class voting applies, then also at least a 2/3 vote within each class is required)

The articles of incorporation may supersede the 2/3 vote requirement by specifying any smaller or larger vote requirement not less than a majority of the outstanding votes of such members entitled to vote and not less than a majority within each when class voting applies (Sec. 110.20)

- NOTE 5:** When a member approval is by written consent, all members must be given notice of the proposed amendment at least 5 days before the consent is signed. If the amendment is adopted, members who have not signed the consent must be promptly notified of the passage of the amendment (Sec. 107.10 & 110.20)

FORM NFP-110.30

File No. _____

ARTICLES OF AMENDMENT
under the
GENERAL NOT FOR PROFIT
CORPORATION ACT

Filing Fee \$25

FILED

DEC 06 2000

JESSE WHITE
SECRETARY OF STATE

RETURN TO:

Department of Business Services
Secretary of State
Springfield, Illinois 62756
Telephone (217) 782-1832
<http://www.sos.state.il.us>

C-130.10

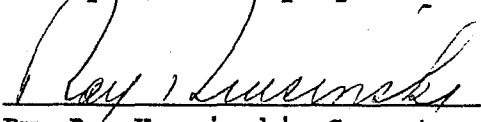
DARIEN LIONS CLUB FOUNDATION
ARTICLES OF AMENDMENT
November 16, 2000

EXHIBIT I

The articles of the Darien Lions Club Foundation are hereby unanimously approved by the Board of Directors and amended on November 16, 2000 as follows:

1. **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.
2. **INUREMENT OF INCOME:** No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its other members, trustees, officers or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered.
3. **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) any political campaign on behalf of any candidate for public office.
4. **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).
5. **DISSOLUTION CLAUSE:** 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 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 and operated exclusively for such purposes.


By: Ray Krusinski, Secretary

CT CORPORATION SYSTEM

December 7, 2000

Mr. Arthur P. Donner, CPA
7460 Quincy Drive
Willowbrook, IL 60521

**RE: DARIEN LIONS CLUB FOUNDATION
Order # 3459486**

Dear Mr. Donner:

As instructed, we enclose the following document(s) issued by the State of Illinois:

Evidence of filing the Articles of Amendment filed December 6, 2000 for the above referenced corporation.

If you have any questions concerning this order, please contact Laura Broderick in our Chicago office. Thank you for this opportunity to be of service.

Very Truly Yours,

C T Springfield

Enclosure(s)

Via: Federal Express
Rjh (Illinois)

600 South Second Street
Suite 103
Springfield, IL 62704
Tel. 217 522 4441
Fax 217 522 7868

State of Illinois
Office of
The Secretary of State

Whereas, ARTICLES OF INCORPORATION OF
DARIEN LIONS CLUB FOUNDATION
INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE
GENERAL NOT FOR PROFIT CORPORATION ACT OF ILLINOIS, IN FORCE
JANUARY 1, A.D. 1987.

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 10TH day of DECEMBER A.D. 19 98 and of the Independence of the United States the two hundred and 23RD



George H Ryan
Secretary of State

ARTICLES OF INCORPORATION

FILED

DEC 10 1998

GEORGE H. RYAN
SECRETARY OF STATE

TO: GEORGE H. RYAN, Secretary of State

SUBMIT IN DUPLICATE

Payment must be made by Certified Check, Cashier's Check, Illinois Attorney's Check, Illinois C.P.A.'s Check or Money Order, payable to "Secretary of State."
DO NOT SEND CASH!

Date 12-10-98
Filing Fee \$50
Approved [Signature]

Pursuant to the provisions of "The General Not For Profit Corporation Act of 1986," the undersigned incorporator(s) hereby adopt the following Articles of Incorporation.

Article 1. The name of the corporation is: Darien Lions Club Foundation [Signature]

Article 2: The name and address of the initial registered agent and registered office are:

Registered Agent Arthur Patrick Donner
First Name Middle Name Last Name
Registered Office 7460 Quincy Willowbrook IL 60521 DuPage
Number Street (Do Not Use P.O. Box) City Zip Code County

Article 3: The first Board of Directors shall be 5 in number, their names and residential addresses being as follows: (Not less than three)

Director's Names	Number	Street	Address City	State
(See Attached List)				

Article 4. The purposes for which the corporation is organized are: Charitable:
The Organization will fund hearing and eye exams and/or equipment to low income individuals unable to afford such services.
The Organization will also fund local scholarships for hearing/sight impaired students.

Is this corporation a Condominium Association as established under the Condominium Property Act? Yes No (Check one)

Is this corporation a Cooperative Housing Corporation as defined in Section 216 of the Internal Revenue Code of 1954? Yes No (Check one) 1130

Is this a Homeowner's Association which administers a common-interest community as defined in subsection (c) of Section 9-102 of the code of Civil Procedure? Yes No

Article 5. Other provisions (please use separate page):

11-20

Article 6.

NAMES & ADDRESSES OF INCORPORATORS

The undersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Dated November 24, 19 98

SIGNATURES AND NAMES

POST OFFICE ADDRESS

1. [Signature]
Signature
Arthur P. Donner, CPA
Name (please print)
2.
Signature
Name (please print)
3.
Signature
Name (please print)
4.
Signature
Name (please print)
5.
Signature
Name (please print)

1. 7460 Quincy
Street
Willowbrook, IL 60521
City/Town State Zip
2.
Street
City/Town State Zip
3.
Street
City/Town State Zip
4.
Street
City/Town State Zip
5.
Street
City/Town State Zip

(Signatures must be in BLACK INK on original document. Carbon copy, xerox or rubber stamp signatures may only be used on the true copy.)

- If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the execution shall be by its President or Vice-President and verified by him, and attested by its Secretary or an Assistant Secretary.
• The registered agent cannot be the corporation itself.
• The registered agent may be an individual, resident in this State, or a domestic or foreign corporation, authorized to act as a registered agent.
• The registered office may be, but need not be, the same as its principal office.
• A corporation which is to function as a club, as defined in Section 1-3.24 of the "Liquor Control Act" of 1934, must insert in its purpose clause a statement that it will comply with the State and local laws and ordinances relating to alcoholic liquors.

FOR INSERTS - USE WHITE PAPER - SIZE 8 1/2 x 11

File No.
FORM NFP-102.10
ARTICLES OF INCORPORATION
under the
GENERAL NOT FOR PROFIT
CORPORATION ACT
of

SECRETARY OF STATE
DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION
SPRINGFIELD, ILLINOIS 62756
TELEPHONE (217) 782-9522
782-9523
(These Articles Must Be Executed and Filed
in Duplicate)

Filing Fee \$50
C-157.9

Darien Lions Club Foundation
Supplemental List

Board of Directors

<u>Director's Names</u>	<u>Number/Street</u>	<u>City</u>	<u>State</u>
Ralph Benes Director	1909 Center Circle	Darien	IL
Art Donner Director	7548 Cambridge Rd.	Darien	IL
Dennis Kuczynski Director	8417 Creekside Lane	Darien	IL
Gary Lussenhop Director	1501 77th Street	Darien	IL
Greg Ruffolo Director	6767 Fieldstone Drive	Burr Ridge	IL