

## ARTICLES OF AMENDMENT

General Not For Profit Corporation Act

Jesse White, Secretary of State  
Department of Business Services  
501 S. Second St., Rm. 350  
Springfield, IL 62756  
217-782-1832  
www.cyberdriveillinois.com

**FILED****DEC 3 - 2010****JESSE WHITE  
SECRETARY OF STATE**

Remit payment in the form of a  
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to Secretary of State.



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Page 1 of 3  
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Mary Ellen Vanderventer Recorder  
File **6689887**

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Approved: [Signature]

----- Submit in duplicate ----- Type or Print clearly in black ink ----- Do not write above this line -----

1. Corporate Name (See Note 1 on back.): Highland Park Rotary Club Charities

2. Manner of Adoption of Amendment:

The following amendment to the Articles of Incorporation was adopted on 07/19/2010 in the man-  
ner indicated below (check one only):

☐ By affirmative vote of a majority of the directors in office, at a meeting of the board of directors, in accordance with  
Section 110.15. (See Note 2 on back.)

☒ By written consent, signed by all the directors in office, in compliance with Sections 110.15 and 108.45. (See Note 3  
on back.)

☐ By 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. (See Note 4 on back.)

☐ 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. (See Note 5 on back.)

3. Text of Amendment:

(a.) When an amendment effects a name change, insert the new corporate name below. Use 3(b.) below for all other  
amendments. \*Article 1: The Name of the Corporation is:

Rotary Club of Highland Park/Highwood

New Name

(b.) ~~All amendments other than name changes~~

If the amendment affects the corporate purpose, the amended purpose is required to be set forth in its entirety. If  
there is not sufficient space to add the full text of the amendment, attach additional sheets of this size.

MAIL TO:

PAUL DIAMBA  
DIAMBA & CARVILLE  
300 GREEN BAY RD  
HIGHWOOD, IL 60040

Printed by authority of the State of Illinois. July 2007 - 10M - C 130.17

847 433 2800

(3) JT

4. The undersigned Corporation has caused these Articles to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true and correct.

**All signatures must be in BLACK INK.**

Dated 11/15, 2010 Highland Park Rotary Club Charities  
Month & Day Year Exact Name of Corporation  
[Signature]  
Any Authorized Officer's Signature  
Leonard Tenner, President  
Name and Title (type or print)

5. If there are no duly authorized officers, the persons designated under Section 101.10(b)(2) must sign below and print name and title.

The undersigned affirms, under penalties of perjury, that the facts stated herein are true.

Dated \_\_\_\_\_, \_\_\_\_\_  
Month & Day Year

\_\_\_\_\_  
Signature  
\_\_\_\_\_  
Signature  
\_\_\_\_\_  
Signature  
\_\_\_\_\_  
Signature

\_\_\_\_\_  
Name and Title (print)  
\_\_\_\_\_  
Name and Title (print)  
\_\_\_\_\_  
Name and Title (print)  
\_\_\_\_\_  
Name and Title (print)

#### NOTES

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

Member approval may be:

- a. by vote at a members meeting (either annual or special), or
- b. 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 two-thirds of the outstanding members entitled to vote on the amendment (but if class voting applies, also at least a two-thirds vote within each class is required).

The Articles of Incorporation may supersede the two-thirds 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 class when class voting applies. (Sec. 110.20)


5. When member approval is by written consent, all members must be given notice of the proposed amendment at least five 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)

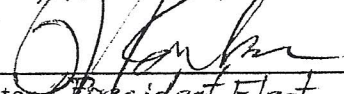
INFORMAL ACTION OF DIRECTORS  
PURSUANT TO SECTION 108.45

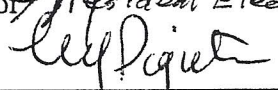
We, the undersigned, being all the directors of Highland Park Rotary Club Charities, do hereby consent to the amendment of the Articles of Incorporation to change the name of Highland Park Rotary Club Charities to:

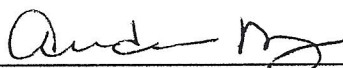
ROTARY CLUB OF HIGHLAND PARK/HIGHWOOD

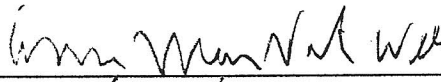
This consent being made in conformity with the provisions of Section 108.45 of the General Not-For-Profit Act of the State of Illinois and is intended to effect an amendment of the Articles of Incorporation pursuant to Section 110.15 of said Act.

  
\_\_\_\_\_  
Director/President

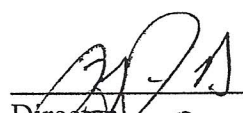
  
\_\_\_\_\_  
Director/President Elect

  
\_\_\_\_\_  
Director

  
\_\_\_\_\_  
Director

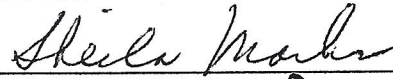
  
\_\_\_\_\_  
Director/Secretary

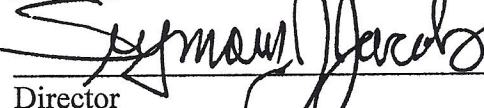
Dated: July 19, 2010

  
\_\_\_\_\_  
Director

  
\_\_\_\_\_  
Director

  
\_\_\_\_\_  
Director

  
\_\_\_\_\_  
Director

  
\_\_\_\_\_  
Director

  
\_\_\_\_\_  
Director/Treasurer

BEING ALL THE DIRECTORS OF  
HIGHLAND PARK ROTARY CLUB CHARITIES





# OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

5135-117-7

DECEMBER 3, 2010

DIAMBRI & CARAVELLO  
PAUL P DIAMBRI  
300 GREEN BAY RD  
HIGHWOOD, IL 60040-1396

RE ROTARY CLUB OF HIGHLAND PARK/HIGHWOOD

DEAR SIR OR MADAM:

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

FEES IN THIS CONNECTION HAVE BEEN RECEIVED AND CREDITED.

THE ENCLOSED DOCUMENT 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  
SECRETARY OF STATE

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

JW:CD