



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
12/13/2016	201634704212	AMENDMENT TO ARTICLES (AMD)	50.00	0.00	0.00	0.00	0.00

Receipt

This is not a bill. Please do not remit payment.

SUPANCE & HOWARD
BRENT T. HOWARD
84 S. WASHINGTON STREET
TIFFIN, OH 44883

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jon Husted
211081

It is hereby certified that the Secretary of State of Ohio has custody of the business records for
NATIONAL MACHINERY FOUNDATION, INC.

and, that said business records show the filing and recording of:

Document(s)
AMENDMENT TO ARTICLES

Document No(s):
201634704212

Effective Date: 12/08/2016



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the
Secretary of State at Columbus, Ohio this
13th day of December, A.D. 2016.

Ohio Secretary of State



Form 541 Prescribed by:

JON HUSTED
Ohio Secretary of State

Central Ohio: (614) 466-3910

Toll Free: (877) SOS-FILE (767-3453)

www.OhioSecretaryofState.gov

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Regular Filing (non expedite)
 P.O. Box 1329
 Columbus, OH 43216

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 time requires an additional \$100.00).
 P.O. Box 1390
 Columbus, OH 43216

Certificate of Amendment
(Nonprofit, Domestic Corporation)
Filing Fee: \$50

2016 DEC -8 AM 8:42

Check the appropriate box:

- ☒ Amendment to existing Articles of Incorporation by Members pursuant to Ohio Revised Code section 1702.38(C) (128-AMD)
- ☐ Amended and Restated Articles by Members pursuant to Ohio Revised Code section 1702.38(D) or by Directors pursuant to Ohio Revised Code section 1702.38(E) (126-AMAN) - The following articles supersede the existing articles and all amendments thereto.

Complete the following information:

Name of Corporation Charter Number

A copy of the resolution of amendment must be attached to this document.

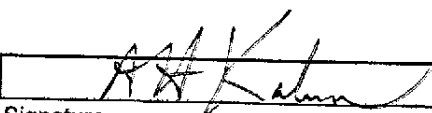
Note: If amended and restated articles were adopted, amended articles must set forth all provisions required in original articles other than with respect to the initial directors pursuant to Ohio Revised Code section 1702.38(A). In the case of adoption of the resolution by the directors, a statement of the basis for such adoption shall be provided.

Required

Must be signed by an authorized officer of the Corporation pursuant to the Ohio Revised Code section 1702.38(G).

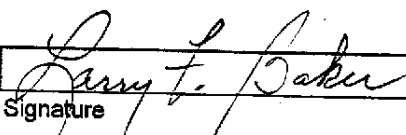
If authorized representative is an individual, then they must sign in the "signature" box and print their name in the "Print Name" box.

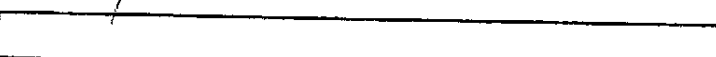
If authorized representative is a business entity, not an individual, then please print the business name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print their name in the "Print Name" box.

X 
Signature


By (if applicable)

Andrew H. Kalnow
Print Name


Signature


By (if applicable)

Larry F. Baker
Print Name

**UNANIMOUS CONSENT OF THE MEMBERS OF
NATIONAL MACHINERY FOUNDATION, INC.
PURSUANT TO SECTION 1702.25 OF THE OHIO REVISED CODE**

The undersigned, being all of the members of National Machinery Foundation, Inc., an Ohio nonprofit corporation, do hereby approve, authorize and consent to the adoption of the following resolution as the act and deed of the members of the corporation to the same extent as though duly presented to and adopted at a meeting of said members duly called and held at which a quorum was present and acting throughout as of the 10th day of NOVEMBER, 2016.

RESOLVED, that the Third Article of the Articles of Incorporation of the Corporation shall be amended to read as follows:

Third: Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Without limiting the generality of the foregoing, the purpose or purposes for which the corporation is formed are to provide financial support for the following:

1. Sick, aged, helpless and needy individuals who live and work in Seneca County, Ohio and to organizations which are tax- exempt under Section 501(c)(3) of the Internal Revenue Code and serve the purposes expressed in this Section 1.
2. Schools, Universities and Educational Institutions and activities in Tiffin, Ohio and surrounding area.
3. Promotion and encouragement of the beautification and community development of Tiffin, Ohio providing community-wide benefits.
4. Promotion of the historical heritage of the City of Tiffin, Ohio and surrounding area.

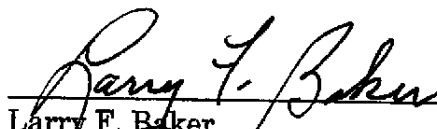
5. The cultural arts i.e. literature, performing arts, culinary arts, media arts, and visual arts in the City of Tiffin, Ohio and surrounding area.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. 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 in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

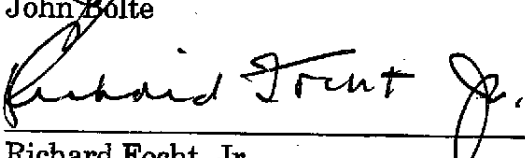
Upon the dissolution of the corporation, assets shall be distribute for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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.

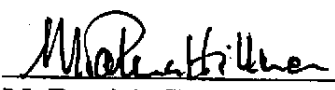
This consent and authorization shall be and is deemed to have been duly given and adopted as the unanimous written consent and authorization of the members of National Machinery Foundation, Inc. and should be filed in the minute book of the corporation as the act and deed of the members of the corporation in accordance with Section 1702.25 of the Ohio Revised Code.

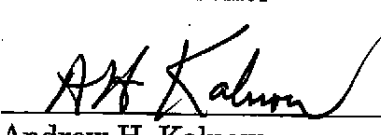
IN WITNESS WHEREOF, we have hereunto set our hands as of the 10TH day
of NOVEMBER, 2016.

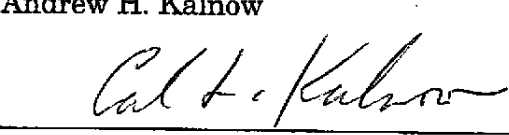

Larry F. Baker


John Bolte


Richard Focht, Jr.


M. Patricia Hillmer


Andrew H. Kalnow


Carl F. Kalnow


Drew Kalnow


Loretta Kaplan


Vicki Ohl