



ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION (NONPROFIT)

State Form 4161 (R10 / 1-03) / Corporate Form No. 364-2 (May 1988)

Approved by State Board of Accounts 1995

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Indiana Code 23-17-17-1 et seq.
FILING FEE: \$30.00

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**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION**

The undersigned officer of the Nonprofit Corporation named in Article I below (*hereinafter referred to as the "Corporation"*) desiring to give notice of corporate action effectuating Amendment(s) to the Articles of Incorporation, certifies the following facts:

This Corporation exists pursuant to: (check appropriate box)

- The Indiana Not-For-Profit Corporation Act of 1971 (IC 23-7-1.1) as amended.
- Indiana General Not-For-Profit Corporation Act (*approved March 7, 1935*)
- Indiana Nonprofit Corporation Act of 1991 (IC 23-17-1) as amended

ARTICLE I - Amendment(s)

SECTION 1: The name of the Corporation is:

Fort Wayne Community Foundation, Inc.

SECTION 2: The date of incorporation of the Corporation is:

4/4/1966

SECTION 3: The name of the Corporation following this amendment to the Articles of Incorporation is:

Community Foundation of Greater Fort Wayne, Inc.

SECTION 4

The exact text of Article(s) 1 of the Articles of Incorporation is now as follows.

The name of this Corporation shall be **Community Foundation of Greater Fort Wayne, Inc.**

SECTION 5

The date of adoption of the amendment to the Article(s) 1 was June 9, 2005

ARTICLE II - Manner of Adoption and Vote

SECTION 1: Action by Board of Directors

The Board of Directors duly adopted a resolution proposing to amend the Article(s) of Incorporation: *(select one)*

- At a meeting held on June 9, 20 05, at which a quorum of such Board was present.
- By written consent executed on _____, 20 _____, and signed by all members of such Board.

SECTION 2: Action by members

IF APPROVAL OF MEMBERS WAS NOT REQUIRED:

The Amendment(s) were approved by a sufficient vote of the Board of Directors or incorporators and approval of members was not required.

- Yes No

The Amendment(s) were approved by a person other than the members, and that approval pursuant to Indiana Code 23-17-17-1 was obtained.

- Yes No

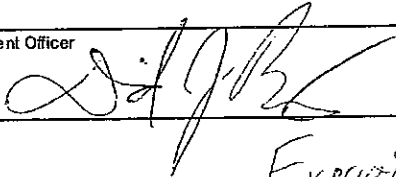
IF APPROVAL OF MEMBERS WAS REQUIRED:

TOTAL	MEMBERS OR DELEGATES ENTITLED TO VOTE AS A CLASS		
	1	2	3
MEMBERS OR DELEGATES ENTITLED TO VOTE			
MEMBERS OR DELEGATES VOTED IN FAVOR			
MEMBERS OR DELEGATES VOTED AGAINST			

- The manner of the adoption of the Articles of Amendment and the vote by which they were adopted constitute full legal compliance with the provisions of the Act, the Articles of Incorporation, and the By-Laws of the Corporation.

I hereby verify, subject to penalties of perjury, that the facts contained herein are true.

Signature of current Officer



Printed name of Officer

DAVID J. BENNETT

Title of Officer

Executive Director

FORT WAYNE COMMUNITY FOUNDATION, INC.
Amendment to Articles of Incorporation
May 13, 1986

Restatement of Articles

The Corporation hereby restates the provisions of its Articles of Incorporation as follows:

1. The name of this Corporation shall be Fort Wayne Community Foundation, Inc.
2. The purpose or purposes for which it is formed are as follows:

The Corporation is organized and shall be operated exclusively for religious, charitable, scientific, testing for public safety, literary and educational purposes, and for the prevention of cruelty to children or animals, no part of the net earnings of which shall inure to the benefit of any private shareholder or individual, no substantial part of the activities of which shall be carrying on propaganda or otherwise attempting to influence legislation, and which shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office. Amounts accumulated out of income shall not be unreasonable in amount or duration, shall not be used for a purpose or function other than those above described in this Article 2, and shall be invested in such a manner as not to jeopardize the carrying out of such purposes or functions.

Any provision set forth herein which is not in itself in furtherance of the exempt purposes of the Corporation shall not be exercised by this Corporation except as an insubstantial part of its activities.

3. The period during which it is to continue as a corporation is in perpetuity.
4. The post office address of its principal office is 410 Utility Building, 116 East Wayne Street, Fort Wayne, Indiana 46802.
5. The name of its resident agent is Barbara Burt.
6. The address of the resident agent is 410 Utility Building, 116 East Wayne Street, Fort Wayne, Indiana 46802.
7. There shall be one class of members. Each director of the Corporation shall be a member. Each member of the Corporation shall have one vote.
8. The number of directors shall be fifteen.
9. (a) At each annual meeting of the Corporation five directors shall be elected for a term of three years.

(b) The directors shall be elected from individuals resident in the City of Fort Wayne or Allen county, Indiana, who are familiar with the City of Fort Wayne and Allen County, Indiana, and their needs, who have had experience in community agency projects or activities, who have sound financial judgement, and who have evidenced a keen interest in civic affairs.

(c) The names and addresses of the continuing Board of Directors who will serve until the new Board of Directors is selected at the annual meeting in 1987 are as follows:

Verna Adams, Ph.D., 3524 Autumn Lane, Fort Wayne, Indiana 46806
 William A. Black, 8430 Greenwich Court, Fort Wayne, Indiana 46835
 Gerald G. Dehner, 3304 River Forest Drive, Fort Wayne, Indiana 46805
 Ann V. Delaney, 14012 Spring Hollow Road, Fort Wayne, Indiana 46804
 Harriett S. Inskip, 4930 Tacoma Avenue, Fort Wayne, Indiana 46807
 Edith W. McMahan, 4805 North Washington Road, Fort Wayne, Indiana 46804
 Elizabeth F. McMillen, 3415 South Washington Road, Fort Wayne, Indiana 46802
 Amy B. Morrill, 6935 Woodcroft Lane, Fort Wayne, Indiana 46804
 Paul F. Nieter, Esq., 5644 Foxcross Court, Fort Wayne, Indiana 46835
 Patricia Parker, 3108 Covington Lake Drive, Fort Wayne, Indiana 46804
 Harry W. Rogers, 6808 Covington Creek Trail, Fort Wayne, Indiana 46804
 C. David Silletto, 3526 North Washington Road, Fort Wayne, Indiana 46802
 James T. Smith, 1313 Production Road, Fort Wayne, Indiana 46808
 Ernest E. Williams, 436 Englewood Court, Fort Wayne, Indiana 46807
 Don A. Wolf, 4821 Old Maysville Road, Fort Wayne, Indiana 46815.

10. The names and addresses of the first board of directors are as follows:

F. Edwin Schouweiler, 4605 Crestwood, Fort Wayne, Allen County, Indiana
 Dwight Shirey, 3521 Saginaw, Fort Wayne, Allen County, Indiana
 Harold W. McMillen, 4621 Crestwood, Fort Wayne, Allen County, Indiana
 Haywood M. Davis, 5332 Covington Road, Fort Wayne, Allen County, Indiana
 Thomas A. McKiernan, 2516 Beechwood Cr., Fort Wayne, Allen County, Indiana
 A.W. Kettler, 4600 Old Mill Rd., Fort Wayne, Allen County, Indiana
 Joseph W. Dye, Covington Road, Allen County, Indiana
 Walter O. Menge, 4715 Hartman Rd., Fort Wayne, Allen County, Indiana
 Rabbi Frederic A. Doppelt, 2500 Randall Rd., Fort Wayne, Allen County, Indiana
 Ermin P. Ruf, 2424 Forest Park Blvd., Fort Wayne, Allen County, Indiana
 Walter W. Walb, 4918 Old Mill Rd., Fort Wayne, Allen County, Indiana

11. The names and post office addresses of the incorporators are as follows:

F. Edwin Schouweiler, 4605 Crestwood, Fort Wayne, Allen County, Indiana
 Dwight Shirey, 3521 Saginaw, Fort Wayne, Allen County, Indiana
 Harold W. McMillen, 4621 Crestwood, Fort Wayne, Allen County, Indiana
 Haywood M. Davis, 5332 Covington Road, Fort Wayne, Allen County, Indiana
 Thomas A. McKiernan, 2516 Beechwood Dr., Fort Wayne, Allen County, Indiana

12. (a) The Corporation is authorized to enter into a contract, trust agreement, or plan with one or more banking institutions in the City of Fort Wayne, Indiana, under which this Corporation will act as a distributor of the income or corpus of funds held in trust by such banks and the banks will act as investors and administrators of the trust, provided, however, that any such distribution by this Corporation shall be only for one or more of the purposes set forth in these Articles of Incorporation.

(b) The maker of a gift, devise, or bequest to the Corporation may either request or direct that the income or the principal or both of the fund created by him be paid to designated beneficiaries in such manner, at such times, and for such a lawful period of time as he may specify, so long as the same be within the enumerated purposes of the Corporation, and distributions from the fund created by him shall be made in accordance with his request or directions; provided, however, that it shall be an express condition of each gift, devise, and bequest accepted by the Corporation that, whenever the Board of Directors of the Corporation determines by the affirmative votes of nine (9) of its members that the objectives or purposes of such gift, devise, or bequest are no longer desirable or beneficial or that a change in circumstances occurring subsequent to the acceptance of such gift, devise,

or bequest renders unnecessary, undesirable, impractical, or impossible a strict compliance with the terms of such gift, devise, or bequest, the Board of Directors of the Corporation may thereafter at any time and from time to time direct the application of the income and the principal of such gift, devise, or bequest to the general purposes of the Corporation, without regard to and free from all restrictions, limitations, and directions imposed by the maker of such gift, devise, or bequest.

The maker may direct that his gift, devise, or bequest be held as a separate fund and may designate such fund as a memorial, or otherwise; and in such event said fund shall be held as a separate fund forming a part of the assets of the Corporation, subject to the foregoing provisions of this paragraph (b).

(c) The Foundation may refuse to accept any gift or devise if, in the opinion of the Board of Directors of the Foundation, the carrying out of such gift or devise would violate any of the provisions of the Articles of Incorporation of the Foundation or would otherwise be unsuitable.

(d) Upon the dissolution of the Corporation, but prior to the completion thereof and after the payment and satisfaction of all of its liabilities and obligations, all of the remaining assets owned or held by the Corporation shall be used, distributed or disposed of only for one or more of the purposes set forth in the Articles of Incorporation of the Foundation but only if those purposes are within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954.