

STATE OF SOUTH CAROLINA  
SECRETARY OF STATE

APR 09 2013

NONPROFIT CORPORATION  
ARTICLES OF AMENDMENT

Mark Hammond  
SECRETARY OF STATE OF SOUTH CAROLINA

TYPE OR PRINT CLEARLY WITH BLACK INK

Pursuant to the provisions of Section 33-31-1005 of the 1976 South Carolina Code of Laws, as amended, the applicant delivers to the Secretary of State these articles of amendment.

1. The name of the nonprofit corporation is Avatar Meher Baba's Circle of Friends, Inc.  
(Must match name on record with Secretary of State's Office)
2. Date incorporated August 3, 2007  
(Must match date on record with Secretary of State's Office)
3. On April 3, 2013, the following amendment was adopted, Paragraph 6a and  
(Date the amendment was decided upon)  
Paragraph 8 of the August 3, 2007 Articles of Incorporation are amended as given  
in the attached sheet:

4. ☒ By checking this paragraph #4 the applicant represents that (a) approval of the amendment by the members was not required, (b) the amendment was approved by a sufficient vote of the board or directors or the incorporators. (Do not check this paragraph #4 if member vote was required or if the required vote of directors or incorporators was not obtained.)
5. If the approval of the members was required to adopt the amendment(s), provide the following information:
  - (a) Designation (Classes of Membership) \_\_\_\_\_
  - (b) Number of memberships outstanding \_\_\_\_\_
  - (c) Number of votes entitled to be cast by each class entitled to vote separately on the amendment \_\_\_\_\_
  - (d) Number of votes of each class indisputably voting on the amendment \_\_\_\_\_
  - (e) Complete one of the following as appropriate
    - ( i ) Total number of votes cast for and against the amendment by each class entitled to vote separately  
\_\_\_\_\_
    - ( ii ) Total number of undisputed votes cast for the amendment by each class which was sufficient for approval for that class  
\_\_\_\_\_

130410-0157

FILED: 04/09/2013

AVATAR MEHER BABA'S CIRCLE OF FRIENDS, INC.

Filing Fee: \$10.00 ORIG



Mark Hammond

South Carolina Secretary of State

Avatar Meher Baba's Circle of Friends, Inc.

Name of Corporation

6. ☐ By checking this paragraph #6 the applicant represents that approval of the amendment by some person or persons other than the members, the board, or the incorporators is required pursuant to Section 33-31-1030 of the 1976 South Carolina Code of Laws, as amended, and that the approval was obtained. (Do not mark paragraph #6 if either of these statements is not true.)
7. If the amendment provides for an exchange, reclassification, or cancellation of memberships, provisions for implementing the amendment must be set forth here if provisions are not contained in the amendment itself \_\_\_\_\_
8. ☐ If this corporation is converting from either a public benefit or religious corporation into a mutual benefit corporation, mark this paragraph #8 which certifies that a notice, including a copy of the proposed amendment, was delivered to the South Carolina Attorney General at least twenty days before the consummation of the amendment.

April 3, 2013

Date

Avatar Meher Baba's Circle of Friends, Inc.

Name of Corporation

*A. Gerald Edwards*

Signature of Officer

A. Gerald Edwards

Type or Print Name

President

Position of Officer

**FILING INSTRUCTIONS**

1. Two copies of this form must be submitted for filing.
2. Filing fee of \$10.00 payable to the Secretary of State
3. A self addressed stamped return envelope.
4. If the space in this form is insufficient, please attach additional sheets containing a reference to the appropriate paragraph in this form, or prepare this using a computer disk which will allow for expansion of space on the form.

Mail to: Secretary of State  
Attn: Corporations  
1205 Pendleton St, Suite 525  
Columbia, SC 29201



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PARAGRAPH 3, CONTINUED AS FOLLOWS:

**3. On April 3, 2013, the Board of Avatar Meher Baba's Circle of Friends, Inc. unanimously adopted the following amendment to the Organization's Articles of Incorporation:**

Paragraph 6 a. of the August 3, 2007 Articles of Incorporation of Avatar Meher Baba's Circle of Friends, Inc. is amended to read as follows:

a.

1. Said organization 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 corresponding section of any future federal tax code.
2. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions

to which are deductible under section 170 (c)(2) of the Internal Revenue Code , or corresponding section of any future federal tax code.

3. Upon the dissolution of the corporation, assets shall be distributed 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 public purposes. 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.

Paragraph 8 of the August 3, 2007 Articles of Incorporation of Avatar Meher Baba's Circle of Friends, Inc. is amended **to delete** the following words (denoted in capital letters), thus rendering the Paragraph blank after the words " and the instructions in this form)":

**"UNLESS OTHERWISE DESIGNATED IN WRITING, UPON DISSOLUTION OF THE CORPORATION, ALL ASSETS WILL BE DISTRIBUTED TO THE MEHER SPIRITUAL CENTER, INC."**