

RECEIVED - DEPT OF  
FINANCIAL INSTITUTIONS  
STATE OF WISCONSIN

2009 MAR 16 AM 11:03

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State of Wisconsin  
Department of Financial Institutions  
Division of Corporate and Consumer Services



### ARTICLES OF AMENDMENT – NONSTOCK CORPORATION

A. The present corporate name (prior to any change effected by this amendment) is:  
RETURNED PEACE CORPS VOLUNTEERS OF WISCONSIN, INC.

(Enter Corporate Name)

Text of Amendment (Refer to the existing articles of incorporation and the instructions on the reverse of this form. Determine those items to be changed and set forth the number identifying the paragraph being changed and how the amended paragraph is to read.)

RESOLVED, THAT the articles of incorporation be amended as follows:

Article I. Name of the corporation: Returned Peace Corps Volunteers of Wisconsin-Madison, Inc. (See Resolution to Amend the Constitution attached)

MAR 16 2009 11:16 AM

§. A

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DCORP25

\$25.00

R051004  
R05

B. Amendment(s) adopted on January 21, 2009

(Indicate the method of adoption by checking (X) the appropriate choice below.)

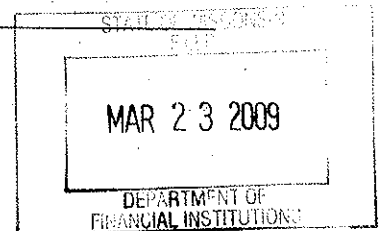
In accordance with sec. 181.1002, Wis. Stats. (By the Board of Directors)

OR

In accordance with sec. 181.1003, Wis. Stats. (By Members)

OR

In accordance with sec. 181.1004, Wis. Stats. (By Members voting by Class)



C. Approval by 3<sup>rd</sup> Person (Contingency Statement)

Written approval for amending the articles of incorporation was obtained from the person whose approval is required by a provision of the articles of incorporation authorized under sec. 181.1030.

D. Executed on 3/9/2009  
(Date)

Kate Schachter  
(Signature)

Title:  President  Secretary  
or other officer title \_\_\_\_\_

Kate Schachter

(Printed name)

This document was drafted by Kate Schachter  
(Name the individual who drafted the document)

**FILING FEE - \$25.00** See instructions, suggestions and procedures on following page

DFI/CCS/104(R02/10/04)

# RETURNED PEACE CORPS VOLUNTEERS OF WISCONSIN, INC.

## Resolution to Amend the Constitution

**Whereas**, the Board of Directors, in General Meetings with interested members in attendance, has reviewed the Constitution closely to consider improvements or changes; and

**Whereas**, we recognize that this group is not the only organization dedicated to Returned Peace Corps Volunteers in Wisconsin; and

**Whereas**, statements prohibiting discrimination have changed, and we wish to be current and complete in our own such statement; and

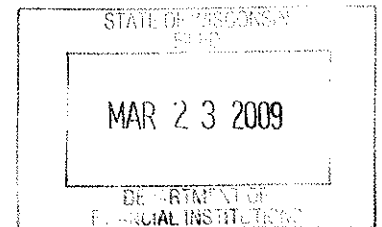
**Whereas**, we recognize that the size of the group and the direct member involvement has changed dramatically since the inception days, making 2/3 membership majority approval difficult to attain, yet we desire to fairly represent all membership needs to the best of our ability; and

**Therefore**, be it resolved that the official name of the group shall be amended, and the Constitution shall be amended in all relevant areas, from:

Returned Peace Corps Volunteers of Wisconsin, Inc.

to

Returned Peace Corps Volunteers of Wisconsin – Madison, Inc.



**Be it further resolved**, Section I.C. shall be amended from

RPCV's of Wisconsin, Inc., shall not discriminate in its activities, programs, or membership on the basis of sex, age, religion, politics, race, creed, color, handicap, marital status, national origin, ancestry, sexual orientation, arrest record or conviction record.

to:

RPCV's of Wisconsin-Madison, Inc., shall not discriminate in its activities, programs, or membership on the basis of sex, age, religion, race, creed, color, disability, marital status, national origin, ancestry, sexual orientation, or gender identity.

**Be it further resolved**, that Section 1.D.2. shall be amended from

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision 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 or

educational 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 Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court 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. All corporate records will be retained by the registered agent for the period of time required by law. Such records will be made available to all persons with a legal right to view them. Afterwards, all records will be turned over to the National Council of Returned Peace Corps Volunteers.

to:

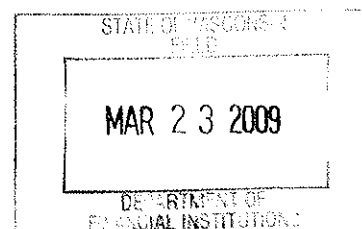
Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable or educational 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 Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court 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. All corporate records will be retained by the registered agent for the period of time required by law. Such records will be made available to all persons with a legal right to view them. Afterwards, all records will be turned over to the Wisconsin State Historical Society.

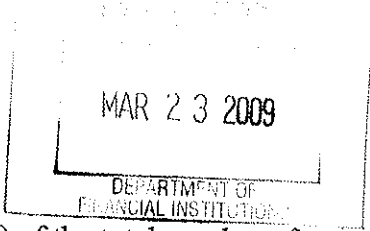
**Be it further resolved,** that Section 1.E.1. shall be amended from

The corporation will achieve its educational goals and purposes by any or all of the following methods:

To:

The corporation will achieve its educational goals and purposes upon approval of a majority vote at any general membership meeting by any or all of the following methods:...





**Be it finally resolved that,** that Section III.A shall be amended:

The constitution may be amended only upon vote of 2/3 (67%) of the total number of members in good standing after written notice to all members at least two weeks in advance of the scheduled vote on the amendments. Such notice will include a copy of the proposed amendment(s) and notice of the time, date, and place for the meeting at which the vote will be held. Members may vote on amendments by written proxy.

to:

The constitution may be amended only upon vote of 2/3 (67%) of the members in good standing, who appear at the annual meeting, after written notice to all members at least two weeks in advance of the scheduled vote on the amendments. Such notice will include a copy of the proposed amendment(s) and notice of the time, date, and place for the meeting at which the vote will be held. Members may vote on amendments by written proxy.

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**CERTIFICATION**

This certifies that this resolution was adopted by at least 2/3 of the membership of the Returned Peace Corps Volunteers of Wisconsin, Inc., by member ballot and vote submitted at a General Membership Meeting held on January 21, 2009.

Kate Schachter

March 13, 2009

Kate Schachter, President  
Returned Peace Corps Volunteers of Wisconsin, Inc.

Date

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**NOTARY PUBLIC**

Subscribed and sworn to before me this 13 date of March, 2009.

[Signature]  
Signature

my commission expires  
March 25, 2012