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NFP-110.30
(Rev. Jan. 1999)

JUN 19 2003

File # 11084290

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State."

EXPEDITED
SECRETARY OF STATE

JESSE WHITE
Secretary of State
State of Illinois

This Space For Use By Secretary of State	
Date	6-18-03
Filing Fee	\$25.00
Approved	KK

ARTICLES OF AMENDMENT
under the
GENERAL NOT FOR PROFIT
CORPORATION ACT

DO NOT SEND CASH!

Pursuant to the provisions of "The General Not For Profit Corporation Act of 1986," the undersigned corporation hereby adopts these Articles of Amendment to its Articles of Incorporation.

ARTICLE ONE The name of the corporation is Loyola University of Chicago ✓

(Note 1)

ARTICLE TWO The following amendment to the Articles of Incorporation was adopted on June 6, ✓
2003 in the manner indicated below ("X" one box only.) (Month & Day)
(Year)

- By the affirmative vote of a majority of the directors in office, at a meeting of the board of directors, in accordance with Section 110.15. (Note 2) ✓
- By written consent, signed by all the directors in office, in compliance with Sections 110.15 and 108.45 of this Act. (Note 3)
- By the 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. (Note 4)
- 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 of this Act. (Note 5)

(INSERT RESOLUTION)

See Exhibit A attached



Eugene "Gene" Moore Fee: \$32.00
Cook County Recorder of Deeds
Date: 06/26/2003 11:48 AM Pg: 1 of 5

146861/005 (Scy)

BOX 314

UNOFFICIAL COPY**EXHIBIT A****ARTICLES OF AMENDMENT
UNDER THE
GENERAL NOT FOR PROFIT CORPORATION ACT
LOYOLA UNIVERSITY OF CHICAGO**

- 1) The following language is added to the end of Paragraph 2:

"In addition to the foregoing, the objects and purposes for which Loyola University of Chicago (the "University") is organized are for any and all charitable, educational and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States law) (the "Code"), including those purposes set forth above.

The University is organized and shall be operated exclusively for charitable, scientific and educational purposes. Notwithstanding the foregoing, or any other provision of these Articles of Incorporation or the Bylaws of the University:

- (a) No part of the net earnings of the University shall inure to the benefit of, or be distributable, to, its members (other than to members which are organizations exempt from federal income tax and described in Section 501(c)(3) of the Code), trustees, officers, or other private persons, except that the University 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 above.
- (b) No substantial part of the activities of the University shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent permitted pursuant to an election made under Section 501(c)(3) of the Code), and the University 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.
- (c) The University shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from federal income tax and described in Section 501(c)(3) of the Code, or (ii) by a corporation contributions to which are deductible under Section 170(c)(2) of the Code."

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- 2) The following language is added as a new Paragraph 10:

"Upon dissolution or liquidation of the University, all remaining assets of the University after paying or making provision for the payment of all of the liabilities of the University (except any assets held upon condition requiring return, transfer or other conveyance in the event of dissolution, which assets shall be returned, transferred or conveyed in accordance with such requirements) shall be distributed in such manner as determined and approved by the Board of Trustees of the University as set forth in a plan of dissolution; provided, however, that such plan of dissolution shall provide that such assets shall be transferred to such organization or organizations organized and operated exclusively for charitable, scientific or educational purposes and qualified as a tax-exempt organization or organizations described in each of Sections 170(b)(1)(A), 170(c), and 501(c)(3) of the Code and in accordance with any other applicable law."

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(If space is insufficient, attach additional pages size 8 1/2 x 11)

The undersigned corporation has caused these articles to be signed by its duly authorized officers, each of whom affirm, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated June 10, 2003
 (Month & Day) (Year)

attested by *Ellen Kane Munro*
 (Signature of Secretary or Assistant-Secretary)
Ellen Kane Munro - Secretary
 (Type or Print Name and Title)

Loyola University of Chicago
 (Exact Name of Corporation)

by *Michael J. Garanzini, S.J.*
 (Signature of President or Vice-President)
Michael J. Garanzini, S.J. - President
 (Type or Print Name and Title)

NOTES AND INSTRUCTIONS

- NOTE 1:** State the true exact corporate name as it appears on the records of the Office of the Secretary of State, **BEFORE** any amendments herein reported.
- NOTE 2:** Directors may adopt amendments without member approval only when the corporation has no members, or no members entitled to vote.
- NOTE 3:** Director approval may be (1) by vote at a director's meeting (either annual or special) or (2) consent, in writing, without a meeting.
- NOTE 4:** All amendments not adopted under Sec. 110.15 require (1) that the board of directors adopt a resolution setting forth the proposed amendment and (2) that the members approve the amendment.
- Member approval may be (1) by vote at a members meeting (either annual or special) or (2) 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 2/3 of the outstanding members entitled to vote on the amendment, (but if class voting applies, then also at least a 2/3 vote within each class is required).
- The articles of incorporation may supersede the 2/3 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 when class voting applies. (Sec. 110.20)
- NOTE 5:** When a member approval is by written consent, all members must be given notice of the proposed amendment at least 5 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)

FORM NFP-110.30

File No.

ARTICLES OF AMENDMENT
 under the
GENERAL NOT FOR PROFIT
CORPORATION ACT

Filing Fee \$25

FILED

JUN 18 2003

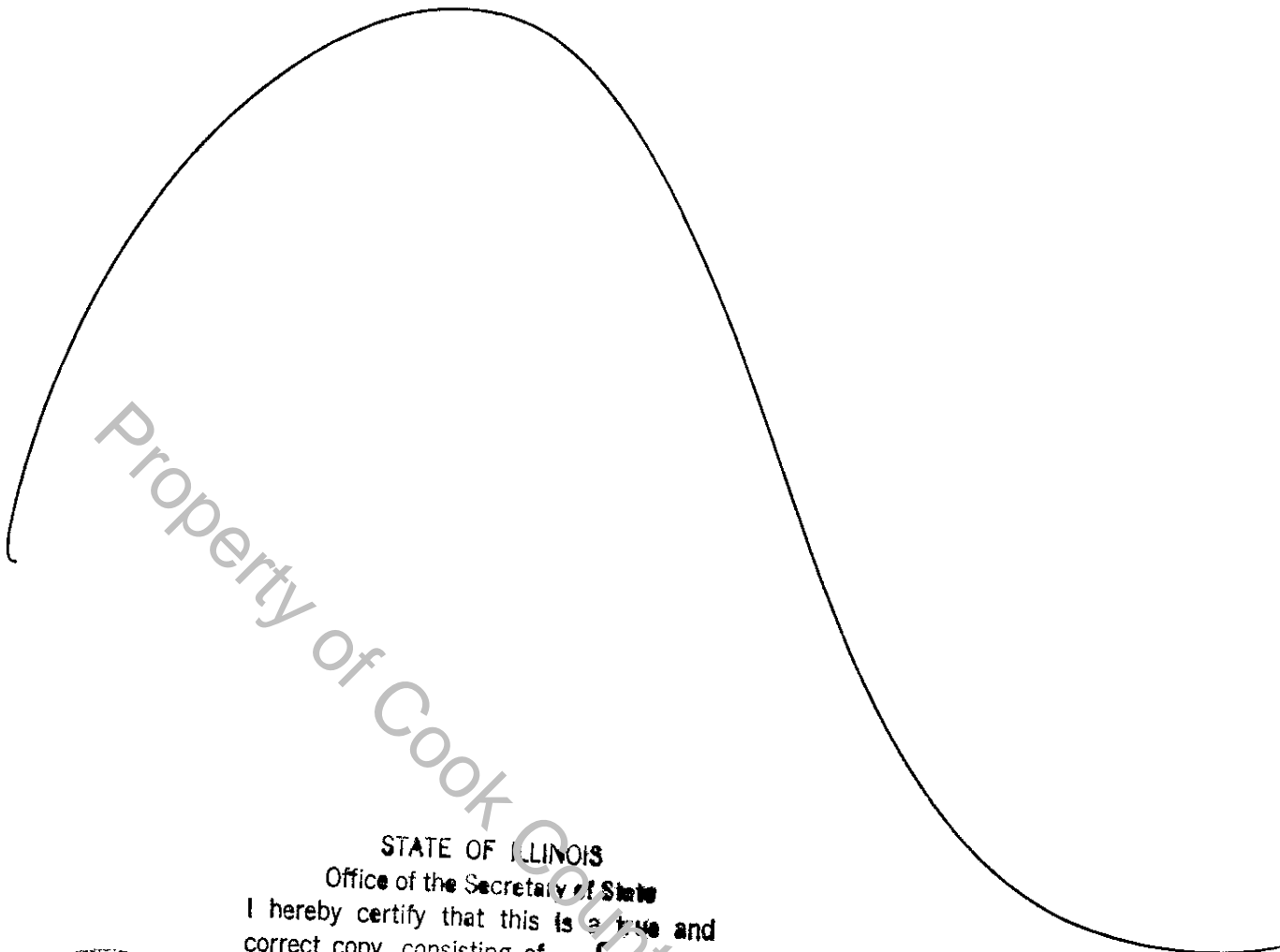
JESSE WHITE
 SECRETARY OF STATE

RETURN TO:

Department of Business Services
 Secretary of State
 Springfield, Illinois 62756
 Telephone (217) 782-1832
 http://www.sos.state.il.us

C-130.10

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STATE OF ILLINOIS

Office of the Secretary of State

I hereby certify that this is a true and correct copy, consisting of Four pages, as taken from the original on file in this office.



Jesse White

JESSE WHITE
SECRETARY OF STATE

DATED: June 25, 2003

BY: James P. Leahy, Jr.

EXPEDITED
SECRETARY OF STATE

JUN 25 2003

EXP. FEES 25.⁰⁰

COPY FEES 10.⁰⁰