

United States of America

1721646

State of Wisconsin
OFFICE OF THE SECRETARY OF STATE

REGISTER'S OFFICE
WAUKESHA COUNTY, WIS } SS
RECORDED ON

1721646

92 APR -9 AM 11:45

REEL 1454 IMAGE 0662

TO: REGISTER OF DEEDS

John P. Schlegel
REGISTER OF DEEDS

Attached please find a duplicate of a document filed in my office on the date endorsed therein. It is furnished in compliance with sec. 180.86(2)(b), 181.67(2)(b), 185.82(2)(b) or other section of the Wisconsin Statutes specifying the recording of the document in your office.



Douglas La Follette

DOUGLAS La FOLLETTE
Secretary of State

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NONSTOCK (NONPROFIT) CORPORATION
AMENDMENT

Please read instructions on
the reverse before attempting
to complete this form.

STATE OF WISCONSIN
FILED

State the article number to be amended and the amendment language below:

Resolved:

MAR 31 1992

Amend Article Three: The corporation shall be non-stock and no dividends, distributions, or other pecuniary profits shall be declared to the members thereof during its existence. Upon liquidation of the corporation, members may receive no more than their original investment in the corporation.

Amend Article Four: The general officers of said corporation shall be President, Vice-President, Secretary, and Treasurer, and the Board of Directors shall consist of eleven members. Directors are to be elected for a term of three years.

Add Article Eleven: Upon liquidation of said corporation, any and all excess assets available for distribution shall be given to Carroll College, Waukesha, Wisconsin, for the benefit of its educational programs and the public good.

Indicate the method of adoption by checking the appropriate box below.

The foregoing amendment to the articles of incorporation was adopted on _____, 19__ by written consent signed by all of the members having voting rights.

OR

The corporation has no members having voting rights, and that the foregoing amendment of the articles of incorporation was adopted at a meeting of the board of directors on _____, 19__ by a majority affirmative vote (or greater, as may be required by the articles of incorporation) of the directors in office.

OR

The foregoing amendment to the articles of incorporation was adopted by the members on March 25, 1992 by the following vote:

Number of members having voting rights	Number present in person or by proxy	Number voting FOR	Number voting AGAINST
<u>168</u>	<u>114</u>	<u>111</u>	<u>2</u>
		Abstaining: <u>1</u>	

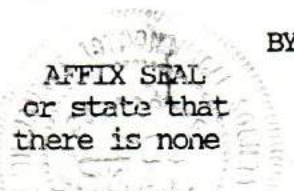
The present corporate name (prior to any change effected by this amendment) is:

The Milwaukee Astronomical Society

and the principal office is in Waukesha County, Wisconsin.

Executed in duplicate and seal (if any) affixed this 25th day of March, 1992.

BY: Dorothy P. Kube
as Secretary or Asst. Secretary



BY: Richard L. Kraus MD
as President or Vice-President

This document was drafted by Daniel L. Koehler, Treasurer
(Please print or type the name of the individual)

If a problem exists, your daytime phone number is: (414) 636-1669

SEE FEES AND INSTRUCTIONS ON THE REVERSE SIDE

Mail Returned Copy to:

(FILL IN THE NAME AND ADDRESS HERE)

Daniel L. Koehler, Treasurer
 The Milwaukee Astronomical Society
 W248 S7040 Sugar Maple Drive
 Waukesha, WI 53186

INSTRUCTIONS

1. State the Resolution by including the Original (or new) Article Number, which Article is to be amended, and the new or added language to that particular article.

2. Enter the requisite information in ONE OF THE FOLLOWING THREE items:

If amendment is adopted by written consent, the consent is to be signed by all of the members having voting rights. OR If the corporation has NO MEMBERS WITH VOTING RIGHTS, amendment may be adopted by majority affirmative vote of the board of directors, unless the articles of incorporation require a larger vote. OR If amendment is adopted at a meeting of the members, it must receive a 2/3 affirmative vote of the members present or represented by proxy, unless the articles of incorporation or bylaws make other specifications.

VOTING RIGHTS DEFINED: The right of the members, or any class or classes of members, to vote may be limited, enlarged or denied to the extent specified in the articles of incorporation or in the bylaws if the articles so provide. Unless so limited, enlarged or denied, each member, regardless of class, shall be entitled to one vote on each matter submitted to a vote of the members. Ref. sec. 181.16 Wis. Stats.

3. Affix CORPORATE SEAL to each copy of the document, or enter the remark "NO SEAL" if the corporation does not have a seal. The PRESIDENT (or vice-president) and SECRETARY (or asst. secretary) are to sign each copy. A manual, handwritten or stamped signature is required. Carbon copy, photo copy, or electrostatic signatures are not acceptable.

4. Submit in DUPLICATE ORIGINAL. Furnish Secretary of State two copies of the document. (Mailing address: Corporations Division, Secretary of State, P.O. Box 7846, Madison, WI 53707) One copy will be retained (filed) by Secretary of State and the other copy transmitted directly to the Register of Deeds of the county named in this document, together with your check for the recording fee. When the recording has been accomplished, the document will be returned to the address you furnish at the top of this page.

5. Two SEPARATE REMITTANCES are required.

A) Send a filing fee of \$25, payable to SECRETARY OF STATE. Your cancelled check is your receipt for fee payment.

B) Send a RECORDING FEE of \$12, payable to REGISTER OF DEEDS of the county named in this document as the county within which the corporation's principal office is located. IF YOU APPEND ADDITIONAL PAGES TO THIS STANDARD FORM, ADD \$2 MORE RECORDING FEE FOR EACH ADDITIONAL PAGE. NOTE: If this document effects a change of the address of the corporation's principal office from one county to another, submit a TRIPLICATE document, and a recording fee for each county. Recording fee for the old county is \$12 and the recording fee for the new county is \$14 when using this standard form with no attachments.

Please furnish the fee for the Register of Deeds in check form with your document, and we will transmit it to the Register of Deeds with the document for recording.