



Form Revision Date 07/2016

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION

For use by DOMESTIC NONPROFIT CORPORATION

Pursuant to the provisions of Act 162, Public Acts of 1982, the undersigned corporation executes the following Certificate:

The identification number assigned by the Bureau is:	<input type="text" value="800829659"/>
The name of the corporation is:	<input type="text" value="HONEY CREEK COMMUNITY SCHOOL PTO, INC."/>

The Articles of Incorporation is hereby amended to read as follows:

ARTICLE II

The purpose or purposes for which the corporation is formed are:

This corporation is organized exclusively for charitable and educational purposes within the mean of Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under said Section 501(c)(3) of the Internal Revenue Code. The purposes of the corporation shall include, more specifically, providing support to Michigan public schools, and anything reasonably related to the foregoing.

Article IV

The street address of the registered office of the corporation and the name of the resident agent at the registered office (P.O. Boxes are not acceptable):

1. Agent Name: JANET NICHOLS

2. Street Address: 1735 S WAGNER ROAD

Apt/Suite/Other:

City: ANN ARBOR

State: MI Zip Code: 48103

3. Registered Office Mailing Address:

P.O. Box or Street Address: 455 E EISENHOWER PKWY

Apt/Suite/Other: SUITE 355

City: ANN ARBOR

State: MI Zip Code: 48108

Use the space below for additional Articles or for continuation of previous Articles. Please identify any Article being continued or added.

ARTICLE VI

NO PART OF THE EARNINGS OF THE CORPORATION SHALL INURE TO THE BENEFIT OF OR BE DISTRIBUTABLE TO ITS MEMBERS, DIRECTORS, TRUSTEES, OFFICERS, OR OTHER PRIVATE PERSONS EXCEPT THAT THE CORPORATION 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 HEREIN. NO SUBSTANTIAL PART OF THE ACTIVITIES OF THE CORPORATION SHALL BE FOR THE CARRYING ON OF PROPAGANDA OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION, AND THE CORPORATION 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 PROVISIONS OF THESE ARTICLES, THE CORPORATION SHALL NOT CARRY ON ANY OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON BY:

- I. ANY ORGANIZATION EXEMPT FROM FEDERAL INCOME TAXATION UNDER SECTION 501(A) OF THE INTERNAL REVENUE CODE OF 1986 AS AN ORGANIZATION DESCRIBED IN SECTION 501(C)(3) OF SUCH CODE;
- II. AN ORGANIZATION DESCRIBED IN SECTION 509(A)(1), (2) OR (3) OF THE INTERNAL REVENUE CODE OF 1986 (AS THE CASE MAY BE); AND/OR

III. AN ORGANIZATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(C)(2), 2055(A)(2), OR 2522(A)(2) OF THE INTERNAL REVENUE CODE OF 1986.

ARTICLE VII

UPON THE DISSOLUTION OF THE CORPORATION, THE BOARD OF DIRECTORS SHALL, AFTER PAYING OR MAKING PROVISION FOR PAYMENT OF ALL OF THE LIABILITIES OF THE CORPORATION, DISPOSE OF ALL OF THE ASSETS OF THE CORPORATION EXCLUSIVELY FOR THE PURPOSES OF THE CORPORATION IN SUCH A MANNER, OR TO SUCH ORGANIZATION OR ORGANIZATIONS ORGANIZED AND OPERATED EXCLUSIVELY FOR CHARITABLE, EDUCATIONAL, OR SCIENTIFIC 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 OF SUCH ASSETS NOT SO DISPOSED OF SHALL BE DISPOSED OF BY THE CIRCUIT COURT (OR EQUIVALENT THEREOF) 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 THE SAID COURT SHALL DETERMINE, WHICH ARE ORGANIZED AND OPERATED EXCLUSIVELY FOR SUCH PURPOSES.

ARTICLE VIII

THE CORPORATION HEREBY ASSUMES ALL LIABILITY TO ANY PERSON OTHER THAN THE CORPORATION, FOR ALL ACTS OR OMISSIONS OF A DIRECTOR WHO IS A VOLUNTEER DIRECTOR AS DEFINED IN THE MICHIGAN NONPROFIT CORPORATION ACT, INCURRED IN THE GOOD FAITH PERFORMANCE OF THE DIRECTOR'S DUTIES AS SUCH; PROVIDED, HOWEVER, THAT THE CORPORATION SHALL NOT BE CONSIDERED TO HAVE ASSUMED ANY LIABILITY TO THE EXTENT SUCH ASSUMPTION IS INCONSISTENT WITH THE STATUS OF THE CORPORATION AS AN ORGANIZATION DESCRIBED IN SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE OR RESULTS IN THE IMPOSITION OF TAX UNDER SECTION 4958 OF THE INTERNAL REVENUE CODE.

ARTICLE IX

THE CORPORATION ASSUMES THE LIABILITY FOR ALL ACTS OR OMISSIONS OF A VOLUNTEER DIRECTOR OR VOLUNTEER OFFICER, IF ALL OF THE FOLLOWING ARE MET:

- I. THE VOLUNTEER WAS ACTING OR REASONABLY BELIEVED HE OR SHE WAS ACTING WITHIN THE SCOPE OF HIS OR HER AUTHORITY.
- II. THE VOLUNTEER WAS ACTING IN GOOD FAITH.
- III. THE VOLUNTEER'S CONDUCT DID NOT AMOUNT TO GROSS NEGLIGENCE OR WILLFUL AND WANTON MISCONDUCT.
- IV. THE VOLUNTEER'S CONDUCT WAS NOT AN INTENTIONAL TORT.
- V. THE VOLUNTEER'S CONDUCT WAS NOT A TORT ARISING OUT OF THE OWNERSHIP, MAINTENANCE OR USE OF A MOTOR VEHICLE FOR WHICH TORT LIABILITY MAY BE IMPOSED UNDER SECTION 3135 OF THE INSURANCE CODE OF 1956, 1956 PA218, MCL 500.3135.

PROVIDED, HOWEVER, THAT THE CORPORATION SHALL NOT BE CONSIDERED TO HAVE ASSUMED ANY LIABILITY OF A VOLUNTEER OFFICER OR DIRECTOR TO THE EXTENT SUCH ASSUMPTION IS INCONSISTENT WITH THE STATUS OF THE CORPORATION AS AN ORGANIZATION DESCRIBED IN SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE OR RESULTS IN THE IMPOSITION OF TAX UNDER SECTION 4958 OF THE INTERNAL REVENUE CODE.

THE PROVISIONS OF THIS ARTICLE ARE INTENDED TO BE IN ADDITION AND SUPPLEMENTAL TO THE OTHER PROVISIONS OF THESE ARTICLES AND SHALL NOT REDUCE ANY LIABILITY PROTECTION AFFORDED VOLUNTEER OFFICERS OR DIRECTORS BY THE SAID ARTICLES UNDER THE LAWS OF THE STATE OF MICHIGAN.

ARTICLE X

NO MEMBER OF THE BOARD OF DIRECTORS OF THE CORPORATION OR OFFICER OF THE CORPORATION, WHO IS A VOLUNTEER DIRECTOR OR OFFICER, AS THAT TERM IS DEFINED IN THE MICHIGAN NONPROFIT CORPORATION ACT (THE "ACT"), SHALL BE PERSONALLY LIABLE TO THIS CORPORATION FOR MONEY DAMAGES FOR ANY ACTION TAKEN OR ANY FAILURE TO TAKE ANY ACTION AS A DIRECTOR OR VOLUNTEER OFFICER, EXCEPT LIABILITY FOR ANY OF THE FOLLOWING:

- I. THE AMOUNT OF A FINANCIAL BENEFIT RECEIVED BY A DIRECTOR OR VOLUNTEER OFFICER TO WHICH HE OR SHE IS NOT ENTITLED.
- II. INTENTIONAL INFLICTION OF HARM ON THE CORPORATION, ITS SHAREHOLDERS, OR MEMBERS.
- III. A VIOLATION OF SECTION 551.
- IV. AN INTENTIONAL CRIMINAL ACT.
- V. A LIABILITY IMPOSED UNDER SECTION 497(A).

THE PROVISIONS OF THIS ARTICLE ARE INTENDED TO BE IN ADDITION AND SUPPLEMENTAL TO THE OTHER PROVISIONS OF THESE ARTICLES AND SHALL NOT REDUCE ANY LIABILITY PROTECTION AFFORDED VOLUNTEER OFFICERS OR DIRECTORS BY THE SAID ARTICLES UNDER THE LAWS OF THE STATE OF MICHIGAN.

2. The foregoing amendment to the Articles of Incorporation was duly adopted on: 09/27/2019 by the

written consent of all directors pursuant to Section 525 of the Act.

This document must be signed by an authorized officer or agent:

Signed this 30th Day of September, 2019 by:

Signature	Title	Title if "Other" was selected
Cevin Taylor, Attorney	Authorized Agent	

By selecting ACCEPT, I hereby acknowledge that this electronic document is being signed in accordance with the Act. I further certify that to the best of my knowledge the information provided is true, accurate, and in compliance with the Act.

Decline Accept

MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS

FILING ENDORSEMENT

This is to Certify that the CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION

for

HONEY CREEK COMMUNITY SCHOOL PTO, INC.

ID Number: 800829659

received by electronic transmission on September 30, 2019 , ***is hereby endorsed.***

Filed on October 02, 2019 , ***by the Administrator.***

The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.



In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 2nd day of October, 2019.

Julia Dale, Director

Corporations, Securities & Commercial Licensing Bureau