



CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION
OF

ENGLEWOOD SID DISTRICT MANAGEMENT CORPORATION

0101045279

Pursuant to the provisions of Title 15A:9-4 of New Jersey Nonprofit Corporation Act, the undersigned corporation (the "Corporation") executes the following Certificate of Amendment to its Certificate of Incorporation ("Certificate of Incorporation").

1. The name of the Corporation is: Englewood SID District Management Corporation
2. Corporation Number: 0101045279

This Amendment to the Certificate of Incorporation of the Corporation was adopted on April 7, 2020 by the unanimous written consent of the trustees.

3. ARTICLE SECOND of the Certificate of Incorporation is hereby amended by deleting its paragraph (A) in its entirety and replacing it with the following:

"(A) The corporation is organized and shall be operated exclusively for charitable purposes, within the meaning of section 501(c)(6) of the Internal Revenue Code of 1986 and the Regulations thereunder, as they now exist or as they may hereafter be amended (collectively, the "Code"), including without limitation for the purposes more particularly set forth below in this Article SECOND."

4. ARTICLE THIRD of the Certificate of Incorporation is hereby amended by deleting its paragraph 4 in its entirety and replacing it with the following:

"4. Apply for, accept, administer and comply with the requirements respecting an appropriation of funds or a gift, grant or donation of property of money, provided such requirements are not in conflict with the provisions of Code section 501(c)(6);"

5. ARTICLE THIRD of the Certificate of Incorporation is hereby further amended by deleting its paragraph 19 in its entirety and replacing it with the following:

"19. Take any other actions that are necessary and proper to achieve the purposes of the enabling legislation that are otherwise permitted by law, subject to the further limitation and condition that, notwithstanding any other provision of this certificate, only such powers shall be exercised as are in furtherance of the tax exempt purpose of the corporation and as may be exercised by an organization exempt from federal income tax under Code section 501(c)(6)."

6. ARTICLE FOURTH of the Certificate of Incorporation is hereby amended by deleting its paragraph 1 in its entirety and replacing it with the following:

"1. The corporation shall neither have nor exercise any power, nor shall it directly or indirectly engage in any activity, that would (a) prevent it from obtaining exemption from federal income taxation as a corporation described in Code section 501(c)(6), or (b) cause it to lose such exempt status."

7. ARTICLE FOURTH of the Certificate of Incorporation is hereby further amended by deleting its paragraph 5 in its entirety and replacing it with the following:

"5. Notwithstanding any other provision of this certificate, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from federal income tax under Code section 501(c)(6), nor shall the corporation carry on, otherwise than as an insubstantial part of its activities, activities that are not in furtherance of the purposes specified in Article SECOND of this Certificate of Incorporation; "

8. ARTICLE FOURTH of the Certificate of Incorporation is hereby further amended by deleting its paragraph 7 in its entirety and replacing it with the following:

"7. Upon the liquidation, dissolution or termination of the corporation or the winding up of its affairs, whether voluntary, involuntary or by operation of law, the assets of the corporation shall be distributed, pursuant to action of the Board of Directors of the corporation, exclusively to one or more organizations which then qualify under the provisions of Code section 501(c)(3) or 501(c)(6)."

This Certificate of Amendment shall become effective upon filing with the New Jersey Department of Treasury.

IN WITNESS WHEREOF, the undersigned, an authorized officer of the Corporation, has hereunto signed this Certificate of Amendment this 7th day of April, 2020.

ENGLEWOOD SID DISTRICT MANAGEMENT CORPORATION

By: _____

Albert Krull
Chair

