



Prescribed by:

The Ohio Secretary of State

Central Ohio: (614) 466-3910

Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.sos.state.oh.us

e-mail: busserv@sos.state.oh.us

Expedite this Form: (Select One)

Mail Form to one of the Following:

☐ Yes PO Box 1390
Columbus, OH 43216

*** Requires an additional fee of \$100 ***

☒ No PO Box 1329
Columbus, OH 43216

Certificate of Amendment by Shareholders or Members

(Domestic)

Filing Fee \$50.00

(CHECK ONLY ONE (1) BOX)

| | | | |
|--|---|--|---|
| (1) Domestic for Profit <input type="checkbox"/> Amended (122-AMAP) | PLEASE READ INSTRUCTIONS <input type="checkbox"/> Amendment (125-AMDS) | (2) Domestic Nonprofit <input checked="" type="checkbox"/> Amended (126-AMAN) | <input type="checkbox"/> Amendment (128-AMD) |
|--|---|--|---|

Complete the general information in this section for the box checked above.

Name of Corporation Legal Aid Society of Cleveland

Charter Number 20118

Name of Officer Ed Ilove

Title Board President

☒ Please check if additional provisions attached.

The above named Ohio corporation, does hereby certify that:

☒ A meeting of the ☐ shareholders ☒ directors (*nonprofit only*)

☐ members was duly called and held on June 4, 2008
(Date)

at which meeting a quorum was present in person or by proxy, based upon the quorum present, an affirmative vote was cast which entitled them to exercise 100 % as the voting power of the corporation.

☐ In a writing signed by all of the ☐ shareholders ☐ directors (*nonprofit amended articles only*)
☐ members who would be entitled to the notice of a meeting or such other proportion not less than a majority as the articles of regulations or bylaws permit.

Clause applies if amended box is checked.

Resolved, that the following amended articles of incorporations be and the same are hereby adopted to supercede and take the place of the existing articles of incorporation and all amendments thereto.

**All of the following information must be completed if an amended box is checked.
If an amendment box is checked, complete the areas that apply.**

FIRST: The name of the corporation is: Legal Aid Society of Cleveland

SECOND: The place in the State of Ohio where its principal office is located is in the City of:

Cleveland
(city, village or township)

Cuyahoga
(county)

THIRD: The purposes of the corporation are as follows:


The corporation is a nonprofit corporation organized pursuant to Chapter 1702 of the Ohio Revised Code, operating exclusively for charitable or educational purposes according to Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code, including the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3), and including, but not limited to the purposes set forth below: a) To render legal services in civil matters to persons unable to employ counsel for lack of means; and b) To undertake, promote, develop and carry out charitable, educational, civic and community projects of every kind and nature that further assist poor and vulnerable populations.

FOURTH: The number of shares which the corporation is authorized to have outstanding is: n/a
(Does not apply to box (2))

REQUIRED

Must be authenticated
(signed) by an authorized
representative

(See Instructions)



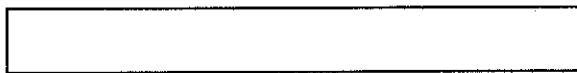
Authorized Representative

Ed Icove

(Print Name)

9/30/08

Date



Authorized Representative

(Print Name)



Date

Attachment to Form 541
Amended Articles of Incorporation
For The Legal Aid Society of Cleveland

Fifth: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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 in Article Third.

Sixth: No substantial part of the activities of the corporation shall be 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 or in opposition to any candidate for public office.

Seventh: Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Eighth: Upon the dissolution of the corporation, assets shall be distributed according to applicable federal laws and Chapter 1702 of the Ohio Revised Code for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction 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 Court shall determine, which are organized and operated exclusively for such purposes.