

**State of Indiana**  
**Office of the Secretary of State**  
1 Exhibit AAE1023\_PartIIQ1\_ArticlesOfAmendment2.pdf

CERTIFICATE OF AMENDMENT

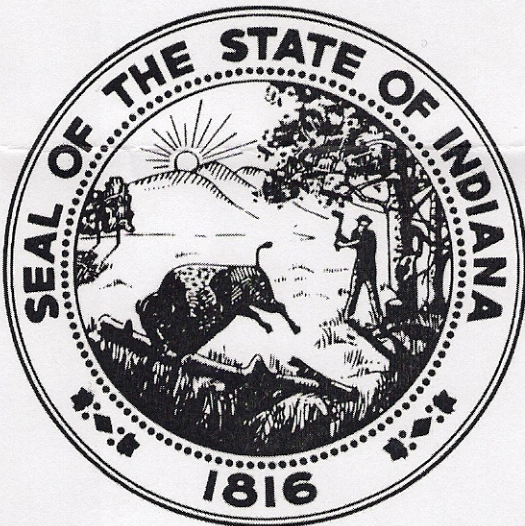
of

**BLOOMINGTON COOPERATIVE LIVING, INCORPORATED**

I, TODD ROKITA, Secretary of State of Indiana, hereby certify that Articles of Amendment of the above Non-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Nonprofit Corporation Act of 1991.

NOW, THEREFORE, with this document I certify that said transaction will become effective Monday, February 01, 2010.

In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, February 1, 2010.



A handwritten signature in black ink, reading "Todd Rokita".

TODD ROKITA,  
SECRETARY OF STATE



ARTICLES OF INCORPORATION (NONPROFIT)

State Form 4161 (R10 / 1-03) / Corporate Form No. 364-2 (May 1988)

Approved by State Board of Accounts 1995

TODD ROBITA  
SECRETARY OF STATE  
CORPORATIONS DIVISION  
302 W. Washington St., Rm. E018  
Indianapolis, IN 46204  
Telephone: (317) 232-6576

RECEIVED  
IND. SECRETARY OF STATE

INSTRUCTIONS:

Use 8 1/2" x 11" white paper for attachments.

Present original and one copy to address in upper right corner of this form.

Please TYPE or PRINT.

Please visit our office on the web at [www.sos.in.gov](http://www.sos.in.gov).

FEB 1 - 2010

Indiana Code 23-17-17-1 et seq.

FILING FEE: \$30.00

APPROVED  
AND  
FILED  
*Todd Robita*  
IND. SECRETARY OF STATE

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION

The undersigned officer of the Nonprofit Corporation named in Article I below (hereinafter referred to as the "Corporation") desiring to give notice of corporate action effectuating Amendment(s) to the Articles of Incorporation, certifies the following facts:

This Corporation exists pursuant to: (check appropriate box)

☐ The Indiana Not-For-Profit Corporation Act of 1971 (IC 23-7-1.1) as amended.



The undersigned officer of the Nonprofit Corporation named in Article I below (hereinafter referred to as the "Corporation") desiring to give notice of corporate action effectuating Amendment(s) to the Articles of Incorporation, certifies the following facts:

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This Corporation exists pursuant to: (check appropriate box)

- ☐ The Indiana Not-For-Profit Corporation Act of 1971 (IC 23-7-1.1) as amended.
- ☐ Indiana General Not-For-Profit Corporation Act (approved March 7, 1935)
- ☒ Indiana Nonprofit Corporation Act of 1991 (IC 23-17-1) as amended

#### ARTICLE I - Amendment(s)

SECTION 1: The name of the Corporation is:

BLOOMINGTON COOPERATIVE LIVING, INCORPORATED

SECTION 2: The date of incorporation of the Corporation is:

NOVEMBER 7<sup>th</sup>, 2007

SECTION 3: The name of the Corporation following this amendment to the Articles of Incorporation is:

BLOOMINGTON COOPERATIVE LIVING, INCORPORATED

SECTION 4

The exact text of Article(s) PLEASE SEE ATTACHED of the Articles of Incorporation is now as follows.

SECTION 5

The date of adoption of the amendment to the Article(s) OF INCORPORATION was NOVEMBER 29<sup>th</sup>, 2009



# ARTICLE II - Manner of Adoption and Vote

## SECTION 1: Action by Board of Directors

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The Board of Directors duly adopted a resolution proposing to amend the Article(s) of Incorporation: (select one)

☒ At a meeting held on NOVEMBER 29<sup>th</sup>, 20 09, at which a quorum of such Board was present.

☐ By written consent executed on \_\_\_\_\_, 20 \_\_\_\_\_, and signed by all members of such Board.

## SECTION 2: Action by members

### IF APPROVAL OF MEMBERS WAS NOT REQUIRED:

The Amendment(s) were approved by a sufficient vote of the Board of Directors or incorporators and approval of members was not required.

☐ Yes ☐ No

The Amendment(s) were approved by a person other than the members, and that approval pursuant to Indiana Code 23-17-17-1 was obtained.

☐ Yes ☐ No

### IF APPROVAL OF MEMBERS WAS REQUIRED:

TOTAL

MEMBERS OR DELEGATES  
ENTITLED TO VOTE AS A CLASS

1

2

3

MEMBERS OR DELEGATES ENTITLED TO VOTE

5

5

MEMBERS OR DELEGATES VOTED IN FAVOR

5

5

MEMBERS OR DELEGATES VOTED AGAINST

☒ The manner of the adoption of the Articles of Amendment and the vote by which they were adopted constitute full legal compliance with the provisions of the Act, the Articles of Incorporation, and the By-Laws of the Corporation.

I hereby verify, subject to penalties of perjury, that the facts contained herein are true.

Signature of current Officer

Printed name of Officer

Title of Officer

Seth Frey

Representative



State Form 50282 (7-01)

Articles of Amendment

to the

Articles of Incorporation

of

Bloomington Cooperative Living, Incorporated, Indiana; previously known as Indiana Students in Cooperation, Incorporated.

Emily Cheney, Seth Frey, Matthew Haselton, Lisa Shelling, and Alex Smith, board members of the above named corporation, respectfully show that:

The above named corporation upon the proposal of its Board of Directors by resolution duly adopted by the Board of Directors setting forth the proposed amendment and directing that the same be submitted to a vote of the members and upon adoption thereof by the members at the meeting as provided by law and as hereinafter more specifically stipulated, Bloomington Cooperative Living does now execute and acknowledge the following:

That the Articles of Incorporation be amended as follows:

In Article I, Section 3 shall be amended as follows:

«The purposes for which this corporation is formed are:

A. Providing affordable housing to low-income and moderate-income members of the Bloomington community, pursuant to United States Revenue Ruling 96-32, and continually expanding those facilities in the community interest.

B. Operating by the cooperative method of organization; applying democratic principles to economic activity and reaping the benefits of shared cost, self-control, and respect for the rights of others.

C. Maintenance of an environment conducive to formal and informal education, where self-discovery and exposure to various value systems, academic learning, and experience with property management and food operations provide opportunity for personal and educational growth.

D. Promotion of conduct and attitudes consistent with and conducive to good morals and constructive citizenship.

E. Promotion of cooperation of members with Indiana University, the city of Bloomington, and civic organizations in activities of mutual interest and benefit.

F. Promotion and practice of environmentally sustainable consumption and waste management.

G. Maintenance of physical and financial structures to sustain the Co-operative's operation.

H. Acquisition, utilization, application, and the disposing of property, both real and personal, exclusively for establishing, maintaining, improving, and extending the benefits and usefulness of the Co-operative in the attainment of its said purposes, and also by such other methods or means as shall not be inconsistent with the aforesaid objectives of the Co-operative.

I. Bloomington Cooperative Living, Incorporated is organized exclusively for exempt purposes under section 501(c)(3) or the Internal Revenue Code, or corresponding section of any future federal tax code.

J. Notwithstanding any other provisions of these articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

K. No part of the earnings of this corporation will inure to the benefit of private shareholders or individuals, except that the corporation shall be authorized to pay reasonable compensation for services rendered.

L. No activities of the corporation shall attempt to influence legislation except as may be permitted under provisions of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

M. This corporation is dedicated to exclusively charitable, scientific, literary, and educational purposes, and, in the event of dissolution, any remaining assets shall be distributed to organizations which shall at that time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

N. The corporation shall not participate to any extent in a political campaign for or against any candidate for public office.»

EFFECTIVE 11/29/2009