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in the office of the Secretary of State
of the State of California

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**CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION**

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MARCH FONG EU, Secretary of State

JOHN KERNKAMP AND ROBERT H. WATSON certify that:

1. They are the president and secretary, respectively, of the NORTHERN AMATEUR RELAY COUNCIL OF CALIFORNIA, INC., a California Corporation.

2.1. Article II of the articles of incorporation of this corporation is amended to read as follows:

II. PURPOSE

(a). This corporation is a nonprofit Public Benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for Public Purposes.

(b). The specific and primary purpose of this corporation is to engage in scientific research in regard to Amateur Radio Relay Stations operating in conformity with Part 97 of the Rules and Regulations of the Federal Communications Commission, and to formulate, publish, and otherwise disseminate recommended technical and operational standards and policies.

2.2. Articles IV and V of the articles of incorporation of this corporation are deleted in their entirety.

2.3. Article VI of the articles of incorporation of this corporation is amended to read:

IV. BYLAW PROVISIONS

(a) DIRECTORS. The manner in which directors shall be chosen and removed from office, the manner of filling vacancies on the Board, and the manner of calling and holding meetings of directors, shall be as stated in the Bylaws.

(b) MEMBERS. Qualifications of members of the corporation, the different classes of membership, the voting and other rights and privileges of members, and their liability for dues and assessments and the method of collection, and the termination and transfer of membership shall be as stated in the Bylaws.

2.4. Article VII. of the articles of incorporation of this corporation is amended to read:

V. LIMITATION ON CORPORATE ACTIVITIES

(a). No substantial part of the activities of this corporation shall consist of the carrying on of propaganda, or otherwise attempting to influence legislation, nor shall this corporation participate or intervene in any political campaign (including publishing or distributing of statements) on behalf of any candidate for public office.

(b). This corporation is formed exclusively for educational and scientific purposes within the meaning of Section 501(C)(3) of the Internal Revenue Code.

2.5. Article VIII of the articles of incorporation of this corporation is amended to read as follows:

VI. DEDICATION AND DISSOLUTION

(a) The property of this corporation is irrevocably dedicated to educational and scientific purposes and no part of the net income or assets of this organization shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private persons.


(b) On the dissolution or winding up of the corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for educational and scientific purposes and which has established its tax-exempt status under Internal Revenue Code Section 501(c)(3).


3. The foregoing amendments of articles of incorporation have been duly approved by the board of directors.

4. The foregoing amendments of articles of incorporation have been duly approved by the required vote of the members.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: September 23, 1991


John Kernkamp, President


Robert H. Watson, Secretary