

FORM **NFP 110.30R** (rev. Dec. 2003)
**ARTICLES OF AMENDMENT
RESTATED ARTICLES
OF INCORPORATION**
General Not For Profit Corporation Act

Jesse White, Secretary of State
Department of Business Services
Springfield, IL 62756
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FILED

AUG 2 2013

**JESSE WHITE
SECRETARY OF STATE**

PAID

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SECRETARY OF STATE**

Remit payment in the form of a
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File # 2642-5905 Filing Fee: \$100.00 Approved: [Signature]
Submit in duplicate Type or Print clearly in black ink Do not write above this line



CP0135144

1. Corporate name (Note 1): United States of America Chess Federation
2. Manner of adoption of amendment:
The following amendment to the Articles of Incorporation was adopted on August 11, 2012 in the manner
indicated below (Check one only):

☒ By affirmative vote of a majority of the directors in office, at a meeting of the board of directors, in accordance
with Section 110.15. (Note 2)

☐ By written consent, signed by all the directors in office, in compliance with Sections 110.15 and 108.45
(Note 3)

☐ By members at a meeting of members entitled to vote by the affirmative vote of the members having not less
than the minimum number of votes necessary to adopt such amendment, as provided by this Act, the articles
of incorporation or the bylaws, in accordance with Section 110.20. (Note 4)

☐ By written consent signed by members entitled to vote having not less than the minimum number of votes
necessary to adopt such amendment, as provided by this Act, the articles of incorporation, or the bylaws, in
compliance with Sections 107.10 and 110.20. (Note 5)
- 3(a). List all provisions of the restated articles of incorporation that amend the existing articles of incorporation. (Attach
additional pages if extra space is needed.)
Article 5

- 3(b). Text of the Restated Articles of Incorporation (Note 6)
(Attach additional pages if extra space is needed.)
See attached.

4. The undersigned corporation has caused these articles to be signed by a duly authorized officer, who affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated

July 31

2013

United States of America Chess Federation

(Month & Day)

(Year)

(Exact Name of Corporation)

W. Allen Priest

(Any Authorized Officer's Signature)

Vice President - Finance

W. Allen Priest

(Print Name and Title)

5. If there are no duly authorized officers, then the persons designated under Section 101.10(b)(2) must sign below and print name and title.

The undersigned affirms, under penalties of perjury, that the facts stated herein are true.

Dated _____ (Month, Day & Year)

Signature

Print Name and Title

NOTES

Note 1: State the true and exact corporate name as it appears on the records of the Secretary of State, BEFORE any amendment herein reported.

Note 2: Directors may adopt amendments without member approval only when the corporation has no members, or no members entitled to vote pursuant to §110.15

Note 3: Director approval may be (1) by vote at a director's meeting (*either annual or special*) or (2) by consent, in writing, without a meeting.

Note 4: All amendments not adopted under Sec. 110.15 require (1) that the board of directors adopt a resolution setting forth the proposed amendment and (2) that the members approve the amendment.

Member approval may be (1) by vote at a members meeting (*either annual or special*) or (2) by consent, in writing, without a meeting.

To be adopted, the amendment must receive the affirmative vote or consent of the holders of at least 2/3 of the outstanding members entitled to vote on the amendment. (*but if class voting applies, then also at least a 2/3 vote within each class is required*).

The articles of incorporation may supersede the 2/3 vote requirement by specifying any smaller or larger vote requirement not less than a majority of the outstanding votes of such members entitled to vote and not less than a majority within each when class voting applies. (Sec. 110.20)

Note 5: When member approval is by written consent, all members must be given notice of the proposed amendment at least 5 days before the consent is signed. If the amendment is adopted, members who have not signed the consent must be promptly notified of the passage of the amendment. (Sec. 107.10 & 110.20)

Note 6: The text of the restated articles of incorporation must set forth the following:

- (i) The date of incorporation, the name under which the corporation was incorporated, subsequent names, if any, that the corporation adopted pursuant to amendment of its articles of incorporation, and the effective date of any such amendments;
- (ii) the address of the registered office and the name of the registered agent on the date of filing the restated articles of incorporation

If the registered agent and/or registered office have changed, it will be necessary to accompany this document with form NFP 105.10.

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General Not For Profit Corporation Act
United States of America Chess Federation
File No. 26425905

Attachment 3b

United States of America Chess Federation (File No. 26425905) was incorporated in the State of Illinois on December 27, 1939, under the Illinois Not-For-Profit Corporation Act, as amended.

Article 1. Corporate Name.

The name of the corporation is United States of America Chess Federation.

Article 2. Name and Address of Registered Agent and Registered Office in Illinois.

David A. Herman, One West Old State Capitol Plaza, Suite 600, Springfield, IL 62701, Sangamon County

Article 4. Purpose(s) for which the Corporation is organized.

The object for which it is formed is to promote the study and knowledge of chess by educating the public, particularly secondary and elementary age students, about the game, art, science, sport and discipline of chess. To accomplish this purpose, the corporation may sponsor instructional programs in schools; conduct, sponsor or promote chess lessons, seminars and lectures; hold chess tournaments; produce publications for its members describing the Corporation's activities; encourage the formation of chess groups, clubs and associations; and support and promote chess-related activities throughout the United States.

Article 4. (continued)

Is this Corporation a Condominium Association as established under the Condominium Property Act?
(check one)

Yes No ☒

Is this Corporation a Cooperative Housing Corporation as defined in Section 216 of the Internal Revenue Code of 1954?

(check one)

Yes No ☒

Is this Corporation a Homeowner's Association, which administers a common-interest community as defined in subsection (c) of Section 9-102 of the code of Civil Procedure?

(check one)

Yes No ☒

Article 5. Other Provisions.

The corporation, in furtherance of its corporate purposes above set forth, shall have all the powers enumerated in Section 103.10 of the General Not for Profit Corporation Act of 1986, as amended, subject to any limitations provided in the General Not for Profit Corporation Act of 1986 or any other statute of the State of Illinois.

Notwithstanding any other provisions of these articles, the Corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (the "Code") and 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) or corresponding provisions of any subsequent Federal tax laws.

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No part of the net earnings of the Corporation shall inure to the benefit of any member, director, officer of the Corporation, or any private individual, and no director, officer of the Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

No substantial part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation except as otherwise provided by Section 501(h) of the Code, as amended, or participating in, or intervening in including the publication or distribution of statements, any political campaign on behalf of any candidates for public office.

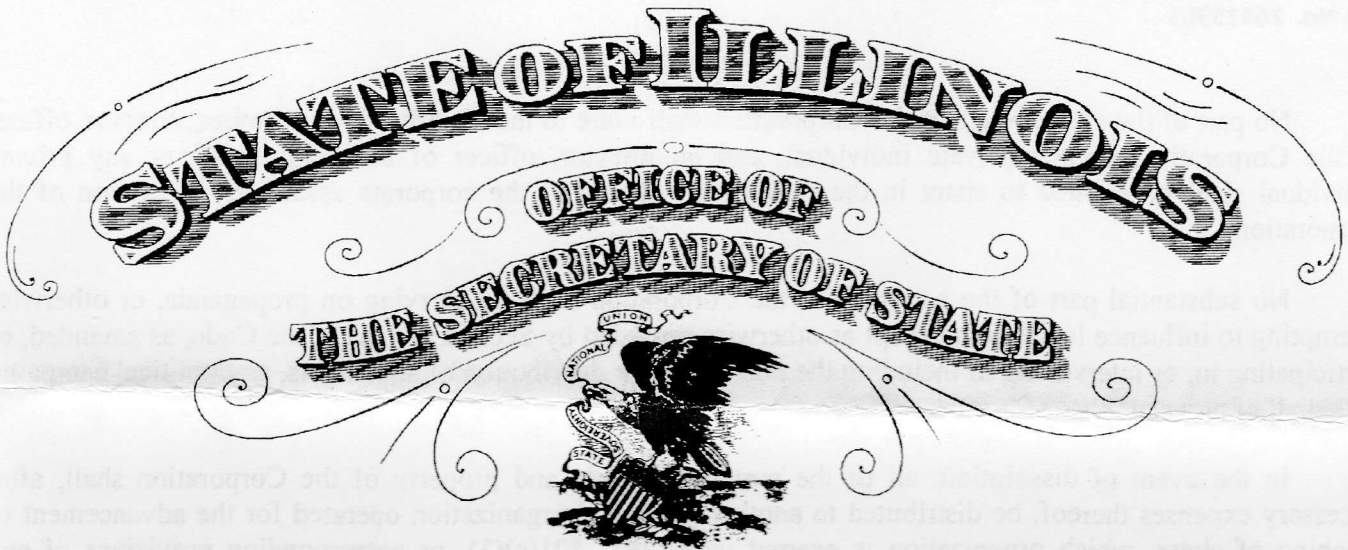
In the event of dissolution, all of the remaining assets and property of the Corporation shall, after necessary expenses thereof, be distributed to another charitable organization operated for the advancement or teaching of chess, which organization is exempt under IRC 501(c)(3), or corresponding provisions of any subsequent Federal tax laws, or to the Federal government, or state or local government for a public purpose, subject to the approval or by order of a court of the State of Illinois.

In any taxable year in which the Corporation is a private foundation as described in Section 509(a) of the Code, as amended, the Corporation shall distribute its income for said period at such times and in such a manner as not to subject it to tax under Section 4942 of the Code, as amended, and the Corporation shall not (i) engage in any act of self-dealing as defined in Section 4941 (d) of the Code, as amended, (ii) retain any excess business holdings as defined in Section 4943 (c) of the Code, as amended, (iii) make any investments in such manner as to subject the Corporation to tax under Section 4944 of the Code, as amended, or (iv) make any taxable expenditures as defined in Sections 4945(d) of the Code, as amended, or corresponding provisions of any subsequent Federal tax laws.

The Board of Delegates shall be the legislative body of the USCF. The Board of Delegates shall be the authoritative body of the Federation to determine the policies that shall govern the USCF in all of its activities. Among other things, it shall have the authority to amend the Bylaws and the USCF Official Rules of Chess, approve the sale, exchange or other transfer of real estate owned by the USCF, approve any borrowing secured by real estate owned by the USCF, approve the annual budget, establish, amend or revoke one or more trusts for the management of Life Member assets and appoint or remove one or more Trustees for the purpose of administering said trusts, and supervise the ethics compliance process of the USCF.

The Executive Board shall be the Board of Directors. It is the administrative and managing body of the USCF and is vested with full power to conduct all business of the Federation, subject to the laws of the State of Illinois, the Articles of Incorporation, the Bylaws and the mandates of the Board of Delegates.

Amendments to these Articles of Incorporation that are proposed by the Board of Directors must be approved by a vote of the members. The voting procedure will be as provided for in the bylaws of the corporation.



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that I am the keeper of the records of the Department of Business Services. I certify that

ATTACHED HERETO IS A TRUE AND CORRECT COPY, CONSISTING OF 4 PAGE(S), AS TAKEN FROM THE ORIGINAL ON FILE IN THIS OFFICE FOR UNITED STATES OF AMERICA CHESS FEDERATION.



In Testimony Whereof, I hereto set
my hand and cause to be affixed the Great Seal of
the State of Illinois, this 9TH
day of FEBRUARY A.D. 2018 .

Jesse White

SECRETARY OF STATE