



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
03/27/2008	200808602742	DOMESTIC/AMENDMENT TO ARTICLES (AMD)	50.00	.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

JAMES R. GUCKER
31 S. WASHINGTON STREET
P.O. BOX 340
TIFFIN, OH 44883

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jennifer Brunner**534153**

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

SENECA COUNTY JR. FAIR FOUNDATION

and, that said business records show the filing and recording of:

Document(s)

DOMESTIC/AMENDMENT TO ARTICLES

Document No(s):

200808602742

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 24th day of March, A.D.
2008.

Ohio Secretary of State



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

☐ Amended
(122-AMAP)

PLEASE READ INSTRUCTIONS

☐ Amendment
(125-AMDS)

(2) Domestic Nonprofit

☐ Amended
(126-AMAN)

☒ Amendment
(128-AMD)

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

Name of Corporation Seneca County Jr. Fair FoundationCharter Number 534153Name of Officer James HooverTitle President

☐ Please check if additional provisions attached.

The above named Ohio corporation, does hereby certify that:

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

☐ members was duly called and held on November 7th, 2007
(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 (non-profit 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: Seneca County Jr. Fair Foundation

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

Tiffin

(city, village or township)

Seneca

(county)

THIRD: The purposes of the corporation are as follows:

See Attached Amendment to Articles of Incorporation.

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

REQUIRED

Must be authenticated
(signed) by an authorized
representative
(See Instructions)

James Hoover

Authorized Representative

James Hoover

(Print Name)

100 Hopewell Avenue

Tiffin, OH 44883

2-23-08

Date

Don Ziegler

Authorized Representative

Don Ziegler

(Print Name)

100 Hopewell Avenue

Tiffin, OH 44883

2-21-20

Date

**CERTIFICATE OF AMENDMENT TO THE AMENDMENT 1
OF THE ARTICLES OF INCORPORATION FOR THE
SENECA COUNTY JR. FAIR FOUNDATION**

James Hoover, President and Don Ziegler, Secretary of the Seneca County Jr. Fair Foundation an Ohio corporation with its principle office located at Seneca County Fairgrounds, 100 Hopewell Avenue, Tiffin, Seneca County, Ohio do hereby certify that a meeting of the members of said corporation entitling them to vote on the proposal to amend the amendment 1 of the articles of incorporation thereof, as contained in the following resolution, was duly called and held on the 7th day of November 2007, at which meeting a quorum of such members was present in person or by proxy, and that by the affirmative vote of the members entitling them to exercise all of the voting power of the corporation on such proposal the following resolution was adopted to amend the articles:

RESOLUTION

WHEREAS, it is deemed to be in the best interest of this corporation and its members that it's amendment 1 to the Articles of Incorporation be amended as herein after provided:

RESOLVED FURTHER, that "Article V – Trustees" of the Amendment 1 to the Articles of Incorporation is hereby amended to supersede and read in full as follows:

"Article V – Trustees"

"The number of trustees, each of whom shall be a member of the Jr. Fair Foundation, shall not exceed twenty-five (25) trustees, who shall be nominated and elected by the members or in such manner as the Code of By-Laws may provide. The term of office of such trustees shall be three (3) years and until their successors are elected and qualified.

The position of Youth Trustees shall be established with 3 youth trustees board seats available and individuals are to be recommended by youth organizations for a two year terms, minimum age of 15 and maximum age of 18.. The youth trustees will be a voting member of the board.. Youth trustees may be related to a present Jr. Fair Foundation trustee . Youth Trustees eligible shall be selected from the Jr. Fair programs.

RESOLVED FURTHER, that "Article VI – Duties" of the Amendment 1 to the Articles of Incorporation is hereby amended to supersede and read in full as follows:

"Article VI – Term of Office"

"Term of Office shall run January 1st thru December 31st. No person may hold the office of President or Vice-President more than 2 consecutive years and may not be a candidate for the same office for a period of one year."

-2-

RESOLVED FURTHER, that "Article VI - Duties" of the Amendment 1 of the Articles of Incorporation is hereby amended to supersede and read in full as follows:

"Article VII – Duties"

"Following the annual meeting, the Board of Trustees shall meet and elect their officers as follows:

The President shall preside at all meetings and shall discharge the usual duties pertaining to such office. He shall appoint all committees and sign or attest the records of the same. He shall see that the by-laws and regulations of the Foundation are upheld, and exercise a general superintendence over all. The President shall have authority to call or cancel regular or special meetings.

The Vice-President, in the absence of the President shall perform such duties as are assigned to the President.

The Secretary-Treasurer shall conduct the correspondence, notify the members of meetings, and keep a correct account of all monies received and disbursed by the Foundation. He shall be responsible for all reports required.

The Recording Secretary shall keep the minutes of all meetings and assist the Secretary.

The Assistant Treasurer shall assist the Treasurer with his responsibilities."

RESOLVED FURTHER, that "Article VII - Meetings" of the Amendment 1 of the Articles of Incorporation is hereby amended to supersede and read in full as follows

"Article VIII - Meetings".

"The Foundation members shall meet annually or at any special meeting called by a majority of the trustees or by any two officers of the Board of Trustees or by ten-10- or more members. The Secretary shall notify all members of the annual or special meetings of members. A quorum shall consist of twelve -12- duly notified notice of such meeting

Trustees shall meet at least monthly, time and place to be established by the trustees. The secretary shall send each Trustee notice of such meeting"

-3-

RESOLVED FURTHER that "Article VIII – Removal "of the Amendment 1 of the Articles of Incorporation is hereby amended to supersede and read in full as follows:

"Article IX - Removal"

"Any Trustee can be removed from office for failure to perform his/her assigned tasks by a quorum at any regular meeting of the Trustees. Trustees missing 3 consecutive unexcused meetings can lead to removal from the board."

RESOLVED FURTHER that "Article IX – Amendments" of the Amendment 1 of the Articles of Incorporation is hereby amended to supersede and read in full as follows:

"Article X- Amendments"

"These Articles of Incorporation, or any part thereof, may be amended, altered, changed or repealed in any respect by any lawful amendment adopted at a meeting of the members by the affirmative vote of a meeting of the members present at such meeting and entitled to vote there at, providing those present constitutes a quorum. Any change must be presented in writing to the members not less than 15 days nor more than 30 days prior to the date of the meeting where the vote is to take place"

RESOLVED FURTHER that "Article X –Dissolution" of the Amendment 1 of the Articles of Incorporation is hereby amended to supersede and read in full as: follows:

"Article X1-Dissolution"

(1)The income / or assets of this organization shall not at anytime revert to or be distributed to any member or members of the organization. In the event of dissolution, after all liabilities are satisfied, the remaining assets shall be distributed to the Seneca County Agricultural Society, a non-profit organization, for the exclusive use for the Seneca County Jr. Fair.

(2) If, at the time of dissolution of this organization, the Seneca County Agricultural Society is not in existence, is no longer exempt under Section 501-

(c)-(3) of the Internal Revenue Code, or is unwilling or unable to accept the assets, then the residual assets of this corporation shall be distributed to:

(1) to one or more organizations exempt under Section 501 (c) (3) of the Internal Revenue Code of 1954, or any other future corresponding provision, or (2) to the Federal, State, or local government for exclusively public purposes."

-4-

RESOLVED FURTHER, That Article X1 –Trustees of Amendment 1 to the Articles of Incorporation is hereby amended to supersede and read in full as follows:

“Article X11 – TRUSTEES” “

“The following persons shall serve this corporation as Trustees until the first annual meeting or other meetings called to elect Trustees:

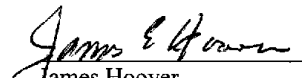
Don Ziegler
6627 S. Twp. Rd. 173
Bloomville, Ohio 44818

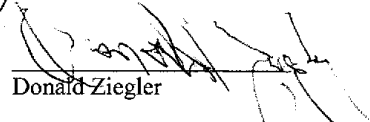
Lloyd Karcher
4665 St. Rt. 67-Box 756
Tiffin, Ohio 44883

Bonnie Boyer
5205 N. Co. Rd. 27
Republic, Ohio 44867

RESOLVED FURTHER, that the President and the Secretary of the corporation are hereby authorized and directed on behalf of the corporation to file the Certificate of Amendment to the Amendment 1 with the Secretary of State pursuant to the requirements of the Non-Profit Corporation Law.

IN WITNESS WHEREOF, said James Hoover, President, and Donald Ziegler, Secretary-Treasurer of the Seneca County Jr. Fair Foundation, acting for and on behalf of said corporation, have hereunto subscribed their names and caused the seal of said corporation to be hereunto affixed this 7th day of September, 2007.


James Hoover


Donald Ziegler