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Paul Silberblatt 1954-1985
F. Cortez Bell, Jr. 1954-2002

Of Counsel:
Daniel C. Bell
Richard A. Bell

April 4, 2019

RE: **The Presbytery of Huntingdon, Inc.**

Department of State
Bureau of Corporations and Charitable Organizations
P.O. Box 8722
Harrisburg, PA 17105-8722

Dear Sir or Madam:

Enclosed herewith please find the following:

1. Change of Registered Office form along with our firm's check no. 2385 payable to the Department of State in the amount of \$5.00, the required filing fee;
2. Articles of Amendment form along with our firm's check no. 2386 payable to Department of State in the amount of \$70.00, the required filing fee; and
3. Docketing Statement, in duplicate.

If you have any questions or need anything further at my end, please contact me.

Sincerely,
BELL, SILBERBLATT & WOOD

Ann B. Wood


Ann B. Wood

ABW/kdd

Enclosures

cc: Virginia F. Rainey, The Presbytery of Huntingdon, Inc. (w/enc.) ✓

**PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS**

<input checked="" type="checkbox"/> Return document by mail to: Ann B. Wood, Esquire Name P.O. Box 670 Address Clearfield, PA 16830 City State Zip Code <input type="checkbox"/> Return document by email to: _____	Articles of Amendment Domestic Corporation DSCB:15-1915/5915 (rev. 7/2015)  1915
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Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$70

Check one: Business Corporation (§ 1915) Nonprofit Corporation (§ 5915)

In compliance with the requirements of the applicable provisions (relating to articles of amendment), the undersigned, desiring to amend its articles, hereby states that:

1. The name of the corporation is:
The Presbytery of Huntingdon, Inc.

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:
(Complete only (a) or (b), not both)

(a) Number and Street	City	State	Zip	County
1319 Logan Avenue,	Tyrone,	PA	16686	Blair

(b) Name of Commercial Registered Office Provider _____ County _____
c/o: _____

3. The statute by or under which it was incorporated: Act of April 29, 1874

4. The date of its incorporation: 03/08/1895
(MM/DD/YYYY)

5. Check, and if appropriate complete, one of the following:

_____ The amendment shall be effective upon filing these Articles of Amendment in the Department of State.

The amendment shall be effective on: 09/25/2018 at _____
Date (MM/DD/YYYY) Hour (if any)

6. Check one of the following:

- The amendment was adopted by the shareholders or members pursuant to 15 Pa.C.S. § 1914(a) and (b) or § 5914(a).
- The amendment was adopted by the board of directors pursuant to 15 Pa. C.S. § 1914(c) or § 5914(b).

7. Check, and if appropriate complete, one of the following:

The amendment adopted by the corporation, set forth in full, is as follows

The amendment adopted by the corporation is set forth in full in Exhibit A attached hereto and made a part hereof.

8. Check if the amendment restates the Articles:

The restated Articles of Incorporation supersede the original articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this

2 day of April, 2019.

The Presbytery of Huntingdon, Inc.

Name of Corporation

Virginia F. Raine

Signature

Stated Clerk/Secretary

Title

Stated Clerk/Secretary

**ARTICLES OF INCORPORATION
of The Presbytery of Huntingdon, Inc.
as amended
September 25, 2018**

PREAMBLE

The original Articles of Incorporation of The Presbytery of Huntingdon, were filed in the office of the Prothonotary of the Court of Common Pleas in and for Huntingdon County, March 8, 1895, which Articles were amended by meeting of the Corporation duly held on September 23rd, 2003, and filed as amended April 7, 2004. In order to accommodate certain changes that have naturally evolved, it is the desire of The Presbytery of Huntingdon to further amend its Charter, and its Articles of Incorporation to read as follows:

**Article I:
Name**

The name of the corporation is "The Presbytery of Huntingdon, Inc.," hereinafter referred to as the "Corporation."

**Article II
Type**

The Corporation is a non-profit religious corporation.

**Article III
Duration**

The period of duration of the Corporation is perpetual.

**Article IV
Purposes**

The purposes for which the Corporation is formed are more fully set forth in the Constitution of the Presbyterian Church (U.S.A.), the proclamation of the gospel for the salvation of humankind; the shelter, nurture, and spiritual fellowship of the children of God; the maintenance of divine worship; the preservation of the truth; the promotion of social righteousness and the exhibition of the Kingdom of Heaven to the world. In furtherance of the Constitution of the Presbyterian Church (U.S.A.) and the purposes stated above, the Corporation shall exercise powers as set out herein.

Article VI
All Property Held in Trust for the Presbyterian Church (U.S.A.)

All property, both real or personal, held by or for the Presbytery, whether title is lodged in the Corporation, the Board of Trustees or a trustee, or an unincorporated association, and whether the property is used in programs of the Presbytery or retained for the production of income, is held in trust nevertheless for the use and benefit of the Presbyterian Church (U.S.A.)

Article VII
Powers and Duties

The Corporation shall have the powers and duties granted by the Constitution of the Presbyterian Church (U.S.A.)

- To receive, hold, encumber, manage and transfer property, real or personal for the Presbytery;
- To accept and execute deeds of title to such property;
- To hold and defend title to such property; and
- To manage any permanent special funds for the furtherance of the purposes of the Presbytery.

The powers and duties of the Trustees shall not infringe upon the powers and duties of the Presbytery of Huntingdon and such powers and duties shall be exercised in conformity with the Constitution of the Presbyterian Church (U.S.A.).

Article VIII
Restriction on Corporations; Exempt from Federal Taxation

No part of the assets of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 of the Corporation. 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 publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. 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 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 corresponding section of any future federal tax code.

Article IX
**Private Inurement of Surplus Funds in the Event of Sale of Assets or
Dissolution of the Corporation is Prohibited**

In the event of the dissolution, liquidation, or abandonment of the Corporation, its property shall not go to its trustees, directors, members, or officers, nor shall it inure, directly or indirectly, to the benefit of any trustee, director, member, officer, or other private individual to any extent whatsoever. In such event, all

such property shall go to The Presbyterian Church (U.S.A.), or its successor, which shall then, and in that event be charged with using all such property for a charitable or religious purpose then exempt under Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code; Any assets not so distributed by the Trustees shall be distributed by the Court of Common Pleas of the county in which the Corporation's principal office is then located exclusively for purposes described in Section 170(c)(2)(B) of the Code or corresponding section of any future federal tax code. The use of any surplus funds for private inurement to any person in the event of a sale of the assets or dissolution of the Corporation is expressly prohibited.

Article X Members

Only minister members on the active roll or member-at-large rolls of the Presbytery and communicant members on the active roll of a member church of the Presbytery shall be members of the Corporation and eligible for election as Trustees.

Article XI Trustees

The directors of the Corporation are designated Trustees. The Trustees shall be those persons who are elected and serving as members of the Committee on Presbytery Life of the Presbytery of Huntingdon. They must be eligible under civil law.

Article XII Officers

The following offices are hereby established for the Corporation: chairperson of the Committee on Presbytery Life—President; a trustee to be elected by the Committee on Presbytery Life—Vice President; Stated Clerk—Secretary; and Treasurer. The bylaws identify and provide for the method of election or appointment of the officers of the Corporation.

Article XIII Bylaws

The bylaws of the Corporation shall be in conformity with the Constitution of the Presbyterian Church (U.S.A.) as it is now or shall be, from time to time, amended, established, made, and declared by the authority of the Presbyterian Church (U.S.A.). The bylaws will be adopted by the members of the Corporation and may be amended or repealed by the members of the Corporation but must at all times and in all respects remain in conformity with the Constitution of the Presbyterian Church (U.S.A.)

**Article XIV
Registered Office and Agent**

The address of the Corporation's Registered Office and the name of its initial Registered Agent at this address is

Virginia F. Rainey, Stated Clerk
Presbytery of Huntingdon
1319 Logan Avenue
Tyrone, PA 16866

**Article XV
Amendments**

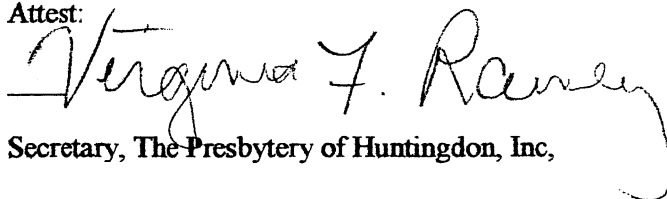
The Articles of Incorporation of the Corporation may be amended or added to or new Articles of Incorporation may be adopted, by the affirmative vote of two-thirds of the members of the Corporation, present and voting at a regularly called meeting of the Corporation; provided that the Articles of Incorporation must at all times and in all respects remain in conformity with the Constitution of the Presbyterian Church (U.S.A.) and the laws of the Commonwealth of Pennsylvania.

In witness whereof, these Articles of Incorporation of The Presbytery of Huntingdon Inc. were duly passed and approved at a properly called meeting of the Corporation held on September 25, 2018, at the Juniata Presbyterian Church Altoona, Pennsylvania.



President /The Presbytery of Huntingdon, Inc.


Attest:



Secretary, The Presbytery of Huntingdon, Inc.

(SEAL)

**PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS**

<input checked="" type="checkbox"/> Return document by mail to: Ann B. Wood, Esquire <hr/> Name P.O. Box 670 <hr/> Address Clearfield, PA 16830 <hr/> City State Zip Code	Change of Registered Office DSCB:15-1507/5507/8625/8825 (rev. 2/2017)  15076
<input type="checkbox"/> Return document by email to: _____	

Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$5 The type of domestic association (check only one):

- Business Corporation Limited Liability Company Limited Liability Limited Partnership
 Nonprofit Corporation Limited Partnership

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 1507/5507/8625/8825 (relating to change of registered office), the undersigned domestic corporation, limited liability company, limited partnership or limited liability limited partnership, desiring to effect a change of registered office, hereby states that:

1. The name of the association is: The Presbytery of Huntingdon, Inc.

2. The current registered office address as on file with the Department of State. *Complete part (a) OR (b) – not both:*

(a) 323 Main Street, Bellwood, PA 16817 Blair
 Number and street City State Zip County

(b) c/o: _____
 Name of Commercial Registered Office Provider County

3. New address. *Complete part (a) OR (b) – not both:*

(a) The address in this Commonwealth to which the registered office of the corporation, limited partnership, limited liability limited partnership or limited liability company is to be changed is:

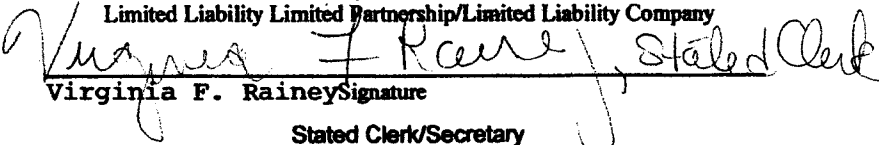
1319 Logan Avenue, Tyrone, PA 16686 Blair
 Number and street City State Zip County

(b) The registered office of the corporation, limited partnership, limited liability partnership, limited liability limited partnership or limited liability company shall be provided by:

c/o: _____
 Name of Commercial Registered Office Provider County

4. *For corporations only:* Such change was authorized by the Board of Directors of the corporation.

IN TESTIMONY WHEREOF, the undersigned has caused this Statement or Certificate of Change of Registered Office to be signed by a duly authorized officer, general partner, member or manager thereof this 2 day of April, 2019.

The Presbytery of Huntingdon, Inc.
 Name of Corporation/Limited Partnership/
 Limited Liability Limited Partnership/Limited Liability Company

 Virginia F. Rainey Signature
Stated Clerk/Secretary
 Title