

GOVERNMENT OF THE DISTRICT OF COLUMBIA  
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS



**C E R T I F I C A T E**

**THIS IS TO CERTIFY** that all applicable provisions of the District of Columbia Nonprofit Corporation Act have been complied with and accordingly, this

**CERTIFICATE OF AMENDMENT** is hereby issued to:

**NORTH AMERICAN SOCIETY FOR PEDIATRIC GASTROENTEROLOGY AND NUTRITION**

**Name Changed To**

**NORTH AMERICAN SOCIETY FOR PEDIATRIC GASTROENTEROLOGY, HEPATOLOGY AND NUTRITION**

**IN WITNESS WHEREOF** I have hereunto set my hand and caused the seal of this office to be affixed as of the **8th** day of **June**, 2001 .

David Clark  
Acting Director

Winnie R. Huston  
Administrator  
Business Regulation Administration

A handwritten signature in cursive script, reading "William L. Ables Jr.", written over a horizontal line.

William L. Ables Jr.  
Act. Assistant Superintendent of Corporations  
Corporations Division

Anthony A. Williams  
Mayor

**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF**

The North American Society for Pediatric Gastroenterology and Nutrition

TO:  
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS  
BUSINESS REGULATION ADMINISTRATION  
CORPORATIONS DIVISION  
941 NORTH CAPITOL STREET, NE  
WASHINGTON, DC 20002

Pursuant to the provisions of the District of Columbia non-profit Corporation Act, the undersigned adopts the following Articles of Amendment to its Articles of Incorporation:

**FIRST:** The name of the corporation is: The North American Society for Pediatric Gastroenterology and Nutrition

**SECOND:** The following amendment of the Articles of Incorporation was adopted by the Corporation in the manner prescribed by the District of Columbia Non-profit Corporation Act:

The name of the corporation shall be amended to "The North American Society for Pediatric Gastroenterology, Hepatology and Nutrition".

**THIRD:** The amendment was adopted in the following manner:

The amendment was adopted at a meeting of the Board of Directors (Executive Council) held on January 30, 2001, and received the vote of a majority of the Directors in office, there being no members having voting rights in respect thereof, " and, "The amendment was adopted by a consent in writing signed by two thirds of the membership entitled to vote with respect hereto, in accordance with the corporation's by-laws."

Date: 5 June 2001

The North American Society for Pediatric Gastroenterology, Hepatology and Nutrition

By: Richard B. Colletti  
Richard B. Colletti, MD  
President

ATTEST: WR Treem  
William Treem, MD  
Secretary-Treasurer

**FILE**

JUN - 8 2001

ARTICLES OF AMENDMENT  
to the  
ARTICLES OF INCORPORATION  
of  
THE NORTH AMERICAN SOCIETY FOR  
PEDIATRIC GASTROENTEROLOGY AND NUTRITION

TO: Department of Consumer and Regulatory Affairs  
Washington, D.C. 20001

Pursuant to the provisions of the District of Columbia Non-Profit Corporation Act, the undersigned adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is the North American Society for Pediatric Gastroenterology and Nutrition.

SECOND: The following amendment to the Articles of Incorporation was adopted by the Corporation in the manner prescribed by the District of Columbia Non-Profit Corporation Act:

The following language shall replace Paragraph 3 and 4 of the existing Articles. Paragraphs 4-10 of the existing Articles, shall be renumbered as Paragraphs 5-11 to reflect this change.

"3. The corporation is organized and operated exclusively as a non-profit charitable, scientific and educational organization, qualified under Section 501(c)(3) of the Internal Revenue Code of 1986, with the following purposes:

To advance the knowledge of diseases and functions of the gastrointestinal tracts and liver in children, hereafter

30

*ms*

referred to as Gastroenterology, and to foster the dissemination of this knowledge through

- a. national scientific meetings;
- b. co-operation with other societies concerned with pediatric gastroenterology; and
- c. other means approved by the members of this corporation.

The purposes of this corporation shall not be construed to authorize any activities not permitted by Section 501(C)(3) of the United States Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law), and it is expressly intended that no part of the net earnings or assets of the corporation shall inure to the benefit of, or be distributable to, any member, other private person, or organization organized and operated for profit, 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 as hereinabove stated. No substantial part of the activities of the corporation shall be the carrying on of propagandas, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. The corporation shall be empowered to make the election authorized under section 501(h) of the Internal Revenue Code of 1986.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) (b) by an organization described in sections 509(a)(1), (2), or (3) of the Internal Revenue Code of 1986, and/or (c) by an organization, contributions to which are deductible under section 170(c)(2), 2055(a)(2), or 2522(a)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

4. In the event of dissolution or final liquidation of the corporation, the Board of Directors shall after paying or making provision for the payment of all the lawful debts and liabilities of the corporation, distribute all the assets of the corporation to one or more of the following categories of recipients as the Board of Directors of the corporation shall determine:

(a) a nonprofit organization or organizations which may have been created to succeed the corporation, as long as such organization or each of such organizations shall then qualify as a governmental unit under section 170(c) of the Internal Revenue Code of 1986 or as an organization exempt from federal income taxation under section 501(a) of such Code as an organization described in section 501(c)(3) of such Code; and/or

(b) a nonprofit organization or organizations having similar aims and objects as the corporation and which may be selected as an appropriate recipient of such assets, as long as such organization or each of such organizations shall then qualify as a governmental unit under section 170(c) of the Internal Revenue Code of 1986 or as an organization exempt from federal income taxation under section 501(a) of such Code as an organization described in section 501(c)(3) of such Code."

THIRD: The amendment was adopted in the following manner: the Amendment was adopted at a meeting of the Board of Directors held on February 7, 1989, and was presented to the corporation's membership for vote on that date and received favorable votes from more than two-thirds of the total membership.

Date: October 21<sup>st</sup> 1989.

NORTH AMERICAN SOCIETY FOR  
PEDIATRIC GASTROENTEROLOGY  
AND NUTRITION

By: *[Signature]*

Attest:

*[Signature]* MD  
CORPORATE SECRETARY