



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
06/14/2005	200516402546	DOMESTIC/AMENDED RESTATED ARTICLES (AMA)	50.00	.00	.00	.00	.00

**Receipt**

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

COLUMBUS SOC OF FIN ANALYSTS  
5764 HAWLAY COURT  
C/O RICHARD CLEMENS  
DUBLIN, OH 43017

**STATE OF OHIO**  
**CERTIFICATE**  
**Ohio Secretary of State, J. Kenneth Blackwell**

398440

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

**CFA SOCIETY OF COLUMBUS**

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

Document(s)

**DOMESTIC/AMENDED RESTATED ARTICLES**

Document No(s):

**200516402546**

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 13th day of June, A.D.  
2005.

*J. Kenneth Blackwell*  
Ohio Secretary of State



Prescribed by **J. Kenneth Blackwell**

Ohio Secretary of State  
Central Ohio: (614) 466-3910  
Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.state.oh.us/sos  
e-mail: busserv@sos.state.oh.us

<b>Expedite this Form:</b> (Select One)	
<b>Mail Form to:</b> (Select One)	
<input type="radio"/> Yes	PO Box 1390 Columbus, OH 43216 *** Requires an additional fee of \$100 ***
<input checked="" type="radio"/> No	PO Box 1028 Columbus, OH 43216

**Certificate of Amendment by Shareholders or Members**  
(Domestic)  
Filing Fee \$50.00

**(CHECK ONLY ONE (1) BOX)**

<b>(1) Domestic for Profit</b> <input type="checkbox"/> Amended (122-AMAP)	<b>INSTRUCTIONS</b> <input type="checkbox"/> Amendment (125-AMDS)	<b>(2) Domestic Non-Profit</b> <input checked="" type="checkbox"/> Amended (126-AMAN)	<input type="checkbox"/> Amendment (128-AMD)
---	--	--	--

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

Name of Corporation The Columbus Society of Financial Analysts, Incorporated

Charter Number 398440

Name of Officer DOUGLAS J. WALOUKE

Title PRESIDENT

Please check if additional provisions attached.

The above named Ohio corporation, does hereby certify that:

A meeting of the  shareholders  directors (non-profit amended articles only)

members was duly called and held on May 26, 2005 (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 \_\_\_\_\_ % 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: CFA Society of Columbus

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

Columbus Franklin  
(city, village or township) (county)

THIRD: The purposes of the corporation are as follows:

See additional provisions attached.

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)



Authorized Representative

DOUGLAS J. MALONE

(Print Name)

PRESIDENT

1289 PANNELLY RD

WESTERVILLE, OH 43081

5/26/05

Date



Authorized Representative

RICHARD A. CLEMENS

(Print Name)

TREASURER

5764 HAWLEY COURT

DUBLIN, OH 43017

5/26/2005

Date

**CFA Society of Columbus**  
**ARTICLES OF INCORPORATION**

**ADDITIONAL PROVISIONS**

**ARTICLE FIRST – The name of the corporation is “CFA Society of Columbus.”**

**ARTICLE SECOND – The place in the State of Ohio where its principal office is located is in the City of Columbus, Franklin County.**

**ARTICLE THIRD – The purposes of the corporation are as follows:**

- (a) to establish educational standards in the professional practices of financial analysis, investment management, securities analysis, and other similar professions (collectively, the “Investment Decision-Making Process”);
- (b) to instruct and train members as defined in the Bylaws and the general public in the sound and trustworthy principles, practices, and conduct with regard to the Investment Decision-Making Process;
- (c) to promote the CFA Institute’s development and administration of examinations designed to test individual competence and skill in the professional fields of knowledge pertinent to the Investment Decision-Making Process;
- (d) to carry on, sponsor, aid, and encourage research, education, and information activities to further the purposes set forth in this Article Third;
- (e) to guide, encourage, and aid the continuing education of individuals professionally engaged in the Investment Decision-Making Process and to this end, to promote, encourage, and carry on research and the preparation, publication, and dissemination of educational materials and to conduct programs in the fields of knowledge pertinent to the professional application of the Investment Decision-Making Process;
- (f) to promote the CFA Institute Code of Ethics and Standards of Professional Conduct for individuals professionally engaged in the Investment Decision-Making Process;
- (g) to provide members with opportunities for exchanging ideas and information regarding the Investment Decision-Making Process;
- (h) to promote good relations between the general public and professionals engaged in the Investment Decision-Making Process; and
- (i) to promote the welfare of members and others engaged professionally in the Investment Decision-Making Process.

**ARTICLE FOURTH – The corporation shall not issue shares of stock and shall not pay dividends.**

**ARTICLE FIFTH – Organizational Powers**

The corporation is organized and shall be operated as an organization described in Section 501(c)(6) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States law (the “Code”), and it may engage only in activities that may be carried on by a corporation exempt from federal income taxation under said section.

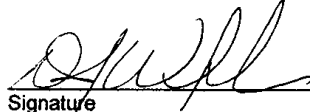
No part of the assets or net earnings of the corporation shall inure to the private benefit of any director, officer, or other individual. Notwithstanding the foregoing, the corporation may pay compensation in a reasonable amount to its officers, agents, or employees for services rendered


**ARTICLE SIXTH -- Dissolution**

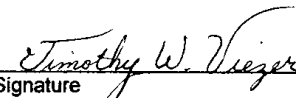
In the event of dissolution of the corporation, the assets of the corporation shall be applied and distributed in the following order:

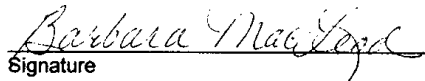
- (a) all liabilities and obligations of the corporation shall be paid, satisfied, and discharged or adequate provision shall be made therefor;
- (b) assets held by the corporation upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred, or conveyed in accordance with such requirements;
- (d) all of the remaining assets of the corporation shall be distributed to CFA Institute or applied for the benefit of one (1) or more organizations serving the general interests of professions involving the Investment Decision-Making Process, as may be selected by the Board and by any court of jurisdiction over such liquidation or dissolution, if any, but no distribution upon dissolution shall be made to any organization that is not exempt from federal income taxation under either Section 501(c)(3) or Section 501(c)(6) of the Code, or successor provisions of any future applicable tax code;
- (e) no member or individual shall be entitled to any distribution or division of the corporation's property or proceeds.

The undersigned, being a majority of the Directors of CFA Society of Columbus do hereby authenticate and accept these Articles of Incorporation on this 26<sup>th</sup> day of May in the year 2005.

  
 \_\_\_\_\_  
 Signature  
 DOUGLAS J. WALOUKE, CFA PRESIDENT  
 Print Name and Title

  
 \_\_\_\_\_  
 Signature  
 RICHARD A. CLEMENS, CFA TREASURER  
 Print Name and Title

  
 \_\_\_\_\_  
 Signature  
 Timothy W. Viezer, CFA Secretary  
 Print Name and Title

  
 \_\_\_\_\_  
 Signature  
 Barbara MacLeod, CFA  
 Print Name and Title Membership Director