

STATE OF NEW HAMPSHIRE

**AFFIDAVIT OF AMENDMENT
OF
FREE STATE PROJECT, INC.,
A NEW HAMPSHIRE NONPROFIT CORPORATION**

I, Steve Cobb, the undersigned, being the Secretary of the above New Hampshire nonprofit corporation, do hereby certify that a meeting was held on December 19, 2011, in Concord, New Hampshire, for the purpose of amending sections 1-7 of the Articles of Agreement as restated in the attached Amended Articles of Agreement, and these amendments were approved by a majority vote of the Board of Directors.

A true record, attest: _____

Date signed: _____

State of New Hampshire

AMENDED ARTICLES OF AGREEMENT OF FREE STATE PROJECT, INC., A NEW HAMPSHIRE NONPROFIT CORPORATION

THE UNDERSIGNED, BEING PERSONS OF LAWFUL AGE, ASSOCIATE UNDER THE PROVISIONS OF THE NEW HAMPSHIRE REVISED STATUTES ANNOTATED, CHAPTER 292 BUY THE FOLLOWING ARTICLES:

FIRST: **Name.** The name of the corporation is Free State Project, Inc. (the “Corporation”).

SECOND: **Purpose.** The object for which the Corporation is established is:

A. **Charitable Purposes.** The Corporation is organized solely for charitable, educational, and literary purposes under Section 501(c)(3) of the Internal Revenue Code. The FSP exempt charitable purposes include the advancement of education; lessening the burdens of government; lessening neighborhood tensions; eliminating prejudice and discrimination; defending human and civil rights secured by law; and combating community deterioration.

B. **Primary Activities.** The Corporation primary activities are the dissemination of educational and literary information to raise public awareness of the unique benefits that make New Hampshire a beneficial place to live, raise a family, conduct business, and support other charitable organizations holding similar views and strategies in promoting and defending New Hampshire's unique culture.

C. **Prohibited Activities.** The Corporation shall not attempt to influence the election of candidates to public office, nor shall the FSP attempt to influence the passage of any specific piece of legislation. No part of the net earnings of the FSP shall insure to the benefit of or be distributable to, its Directors, Officers, or other private persons, except that the FSP shall be authorized and empowered to pay reasonable compensation for services rendered to to make payments and distributions in furtherance of the purposes of the FSP.

THIRD: **No Membership.** The Corporation does not have members.

FOURTH: **Dissolution.** Upon dissolution, the Board of Directors shall distribute all remaining corporate assets solely for tax-exempt charitable, educational, or

literary purposes as set forth in section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future federal tax code). Any assets not disposed of by the Board shall be disposed of by the Superior Court (in the county of the corporation's principal place of business) in favor of such tax-exempt, charitable organizations as the Court shall determine.

FIFTH: **Place of Business.** The address at which the business of the Corporation is to be carried on is:

2 Starlight Drive
Keene, NH 03431

SIXTH: **No Capital Stock.** The Corporation does not have stock, shares, or membership units.

SEVENTH: **Limitation on Liability.** The Corporation's Directors and Officers shall not be held personally liable for the debts, liabilities, and other obligations of the Corporation. The Corporation shall indemnify the Directors and Officers of the Corporation to the fullest extent permission under New Hampshire law.