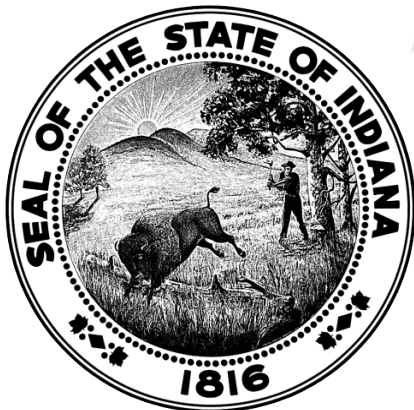


State of Indiana
Office of the Secretary of State
Certificate of Amendment
of
**RETIRED INDIANA PUBLIC EMPLOYEES ASSOCIATION,
INC.**

I, DIEGO MORALES, Secretary of State, hereby certify that Articles of Amendment of the above Domestic Nonprofit Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Code.

NOW, THEREFORE, with this document I certify that said transaction will become effective Thursday, September 12, 2024.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, September 13, 2024

Diego Morales

DIEGO MORALES
SECRETARY OF STATE

197203-564 / 10495164

To ensure the certificate's validity, go to <https://bsd.sos.in.gov/PublicBusinessSearch>

Approved and Filed
197203-564/10495164
Filing Date: 09/13/2024
Effective :09/12/2024 02:00 PM
Diego Morales
Indiana Secretary of State



**ARTICLES OF AMENDMENT TO THE ARTICLES
OF INCORPORATION (NONPROFIT)**

State Form 4161 (R20 / 05-24) / Corporate Form 364-2

Indiana Code 23-17-17-1 et. seq.
23-0.5-9-15

FILING FEE: \$30.00

The undersigned officer of the Nonprofit Corporation named in Article I below (hereinafter referred to as the "Corporation") desiring to give notice of corporate action effectuating Amendment(s) to the Articles of Incorporation, certifies the following facts:

ARTICLE I – AMENDMENT(S)

SECTION 1: The name of the Corporation is:

Retired Indiana Public Employees Association, Inc.

SECTION 2: The date of incorporation of the Corporation (month, day, year)

July 24, 1972

SECTION 3: The name of the Corporation following this amendment to the Articles of Incorporation is:

Retired Indiana Public Employees Association, Inc.

SECTION 4:

The exact text of Article(s) I through VIII of the Articles of Incorporation is now as follows:

See attached

IN SEC OF STATE RCVD
SEP 12 '24 AM 10:43

SECTION 5:

The date of adoption of the amendment to the Article(s) I through VIII was August 27, 20 24.

ARTICLE II – MANNER OF ADOPTION AND VOTE

SECTION 1: Action by the Board of Directors

The Board of Directors duly adopted a resolution proposing to amend the Article(s) of Incorporation: *(Select one.)*

- At a meeting held on June 5, 20 24, at which a quorum of such Board was present.
- By written consent executed on _____, 20 _____, and signed by all members of such Board.

SECTION 2: Action by members

IF APPROVAL OF MEMBERS WAS NOT REQUIRED:

- The Amendment(s) were approved by a sufficient vote of the Board of Directors or incorporators and approval of members was not required.
 Yes No
- The Amendment(s) were approved by a person other than the members, and that approval pursuant to Indiana Code 23-17-17-1 was obtained.
 Yes No

IF APPROVAL OF MEMBERS WAS REQUIRED:

	TOTAL	MEMBERS OR DELEGATES ENTITLED TO VOTE AS A CLASS		
		1	2	3
MEMBERS OR DELEGATES ENTITLED TO VOTE	36,873			
MEMBERS OR DELEGATES VOTED IN FAVOR	19			
MEMBERS OR DELEGATES VOTED AGAINST	3			

- The manner of the adoption of the Articles of Amendment and the vote by which they were adopted constitute full legal compliance with the provisions of the Act, the Articles of Incorporation, and the By-Laws of the Corporation.

ARTICLE III – REGISTERED AGENT INFORMATION

To determine if your Registered Agent is a Commercial Registered Agent (CRA), go to INBIZ.in.gov.

Provide either commercial registered agent or noncommercial registered agent information below.

Commercial registered agent Name of registered agent (Do not provide address.)

OR

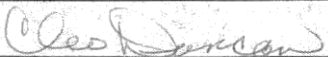
Noncommercial registered agent Name of registered agent
 Jessica B. Love

Address (number and street) (A P.O. Box is not acceptable unless accompanied by a Rural Route number.) City State ZIP code
 2415 Directors Row Indianapolis IN 46241

(OPTIONAL) E-mail address of the registered agent at which the registered agent will accept electronic service of process

- By checking the box, the Signator(s) represent(s) that the Registered Agent named in these Articles of Amendment has consented to the appointment of Registered Agent.

I hereby verify, subject to penalties of perjury, that the facts contained herein are true.

Signature 	Date of signature (month, day, year) 9/10/24
Printed name Cleo Duncan	Title Board President

RETIRED INDIANA PUBLIC EMPLOYEES ASSOCIATION, INC.

Amended and Restated Articles of Incorporation

The undersigned officer of Retired Indiana Public Employees Association, Inc. (the "Corporation") pursuant to the provisions of the Indiana Nonprofit Corporation Act of 1991, as amended (the "Act"), hereby executes the following Amended and Restated Articles of Incorporation (these "Articles"), which supersede and take the place of the Corporation's previously existing articles of incorporation and all previous amendments thereto:

ARTICLE I

Name and Type of Corporation

The name of the Corporation is Retired Indiana Public Employees Association, Inc. The Corporation is a public benefit corporation as defined by the Act.

ARTICLE II

Purposes and Powers

Section 2.01. Notwithstanding anything to the contrary in these Articles or in the Corporation's Code of By-Laws of the Corporation, as the same may be amended and/or restated from time to time (the "By-Laws"), the Corporation is organized and at all times shall be operated exclusively for the purpose of promoting social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future Internal Revenue law of the United States of America (the "Code").

Section 2.02. Subject to the other restrictions contained in this Article II, the objectives and purposes of the Corporation are:

- (a) To bring retirees under the Public Employees Retirement Fund of Indiana together in an association so that they may have equal rights and privileges enjoyed by other such associations;
- (b) To provide a central office for the dissemination of information of local, state, or national concern to the retirees and other members of the association;
- (c) To provide the members with a stronger unified voice about affairs and matters that may and do affect them; and
- (d) To assist and engage in activities that promote social welfare; are permitted by the Act; and are permitted to be carried on by an organization exempt from federal income taxation under Code Section 501(c)(4).

Section 2.03. The purposes and powers of the Corporation shall be limited as follows:

(a) The Corporation shall not be organized or operated for profit;

(b) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other 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 social welfare purposes set forth in this Article II;

(c) At no time shall a significant part of the Corporation's activities be the provision of commercial-type insurance within the meaning of Section 501(m) of the Code; and

(e) Notwithstanding anything to the contrary in these Articles or in the By-Laws, the Corporation shall not carry on, and nothing contained in these Articles or the By-Laws shall be construed to authorize the Corporation to engage in, any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(4) of the Code.

Section 2.04. Subject to the other restrictions on the Corporation's powers contained in this Article II, the Corporation shall also have such powers as are now or may hereafter be granted by the Act.

ARTICLE III **Period of Existence**

The period during which the Corporation shall continue is perpetual.

ARTICLE IV **Registered Office, Registered Agent, and Principal Office**

Section 4.01. At the time of the filing of these Articles, the registered office of the Corporation is 2415 Director's Row, Suite M, Indianapolis, IN 46241, and the name of the Corporation's registered agent at such address is Jessica B. Love, who has consented to her appointment as registered agent.

Section 4.02. At the time of the filing of these Articles, the address of the principal office of the Corporation is 2415 Director's Row, Suite M, Indianapolis, IN 46241.

ARTICLE V **Membership**

Pursuant to the Act, the Corporation shall have members. The terms and conditions of membership, including the characteristics, qualifications, rights, limitations, and obligations of the members, will be prescribed in the By-Laws.

ARTICLE VI
Board of Directors

Section 6.01. The Board of Directors of the Corporation, as from time to time constituted, shall provide oversight of the business, property, and affairs of the Corporation and, subject to the provisions of these Articles, the By-Laws, and other applicable laws, shall have complete and plenary power to manage, control, and conduct all of the affairs of the Corporation.

Section 6.02. The Board of Directors shall consist of such number of persons, not fewer than three (3) in number, as specified in or fixed in accordance with the By-Laws, and shall have such other qualifications as are specified in or fixed in accordance with the By-Laws.

Section 6.03. The directors of the Corporation shall be elected, designated, appointed or removed in the manner and for terms as specified in or fixed in accordance with the By-Laws.

ARTICLE VII
Dissolution

In the event of the liquidation, dissolution, or winding up of the Corporation, whether voluntary, involuntary, or by operation of law, all of the property and assets of the Corporation remaining after the payment of its liabilities and obligations or after adequate provisions shall have been made therefor, shall be transferred or conveyed to such organization or organizations which is/are organized and operated exclusively for purposes similar to those of the Corporation as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the County of the principal office of the Corporation is then located, exclusively for such purposes or such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes. Except as otherwise provided in this **Article VII**, no member, director, or officer of the Corporation or any private individual shall be entitled to share in the distribution of any of the assets of the Corporation on such liquidation, dissolution, or winding up of the Corporation.

ARTICLE VIII
Amendments

Section 8.01. The power to alter, amend, or repeal these Articles is vested in the members of the Corporation; provided, however, that the process of altering, amending, or repealing these Articles and making and adopting new articles may be initiated either by the members or by the Board of Directors.

The undersigned officer hereby presents these Amended and Restated Articles of Incorporation to the Secretary of State of the State of Indiana for filing, and states that the manner of their adoption and the vote by which they were adopted constitute full legal compliance with the provisions of the Act, the previously existing articles of incorporation of the Corporation, and the By-Laws.

IN WITNESS WHEREOF, the undersigned officer hereby executes these Amended and Restated Articles of Incorporation and verifies and affirms, subject to penalties of perjury, that the representations contained herein are true to the best of such officer's knowledge and belief this 10th day of September 2024.

Signed: Cleo Duncan

Printed: Cleo Duncan

Title: Board President, RIPEA