

APPLICANT'S ACCT NO

DSCB 18-7905 (Rev 11-72)

Filing Fee: \$40
AB-11

Articles of
Amendment—
Domestic Nonprofit Corporation

87721963

(Line for numbering)

381208

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
CORPORATION BUREAU

Filed this DEC 2 day of 1987 19

Commonwealth of Pennsylvania
Department of State

Secretary of the Commonwealth

(Box for Certification)

In compliance with the requirements of 15 Pa. S. §7905 (relating to articles of amendment), the undersigned nonprofit corporation, desiring to amend its Articles, does hereby certify that:

1. The name of the corporation is:

WATCH TOWER BIBLE AND TRACT SOCIETY OF PENNSYLVANIA

2. The address of its registered office in this Commonwealth is (the Department of State is hereby authorized to correct the following statement to conform to the records of the Department):

4100 Bigelow Boulevard

(NUMBER)

(STREET)

Pittsburgh,

Pennsylvania

15213

(CITY)

(ZIP CODE)

3. The statute by or under which it was incorporated is:

"An Act to Provide for the Incorporation and Regulation of Certain Corporations"-29 April 1874

4. The date of its incorporation is: December 15, 1884

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:

(DATE)

at

(NO. J)

6. (Check one of the following):

The amendment was adopted by the members pursuant to 15 Pa. S. §7904(a).

The amendment was adopted by the board of directors pursuant to 15 Pa. S. §7904(b).

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

See Attachment Containing Revision of Articles VI and VIII.

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IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer and its corporate seal, duly attested by another such officer, to be hereto affixed this 25th day of November, 1987.

WATCH TOWER BIBLE AND TRACT SOCIETY OF PENNSYLVANIA.

(NAME OF CORPORATION)

By:

M. G. Henschel

(SIGNATURE)

M. G. HENSCHEL--VICE PRESIDENT

(TITLE PRESIDENT VICE PRESIDENT ETC)

Attest:

L. A. Swingle

(SIGNATURE)

L. A. SWINGLE--SECRETARY & TREASURER

(TITLE SECRETARY ASSISTANT SECRETARY, ETC)

(CORPORATE SEAL)

INSTRUCTIONS FOR COMPLETION OF FORM.

- A. Any necessary copies of Form DSCB:17.2 (Consent to Appropriation of Name) or Form DSCB:17.3 (Consent to Use of Similar Name) shall accompany Articles of Amendment effecting a change of name.
- B. Any necessary governmental approvals shall accompany this form.
- C. If the action was authorized by a body other than the board of directors Paragraph 6 should be modified accordingly.
- D. 15 Pa. S. §7906(c) requires that the corporation shall advertise its intention to file or the filing of Articles of Amendment. Proofs of publication of such advertising should not be delivered to the Department, but should be filed with the minutes of the corporation.

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REVISIONS TO PENNSYLVANIA CHARTER

OLD ARTICLE VI:

The corporation is to be managed by a Board of Directors consisting of seven members, and the names and residences of those already chosen Directors are as follows:

President,	Charles T. Russell, Allegheny City, Penna.
Vice Pres.,	William I. Mann, Benwood, W. Va.
Secy. & Treas.,	Maria F. Russell, Allegheny City, Penna.
	Wm. C. McMillan, Latrobe, Penna.
	Simon O. Blunden, New York City, New York
	J. B. Adamson, Allegheny City, Penna.
	Joseph F. Smith, Pittsburgh, Penna.

NEW ARTICLE VI:

The current officers of the Pennsylvania corporation are as follows:

F. W. Franz	President	New York, NY.
W. L. Barry	Vice President	New York, NY.
M. G. Hensche!	Vice President	New York, NY.
L. A. Swingle	Secretary and Treasurer	New York, NY.
J. E. Barr	Assistant Secretary-Treasurer	New York, NY.
J. C. Booth	Assistant Secretary-Treasurer	New York, NY.
T. Jaracz	Assistant Secretary-Treasurer	New York, NY.

OLD ARTICLE VIII:

Directors shall be elected by the members at an annual meeting and hold office until successors qualify. At the annual meeting next held after this amendment to the articles of incorporation there shall be an election by ballot for seven directors of the Society, two of whom shall be elected for a term of one year, two for two years and three for three years. At each annual meeting thereafter a number of directors equal to that of those whose terms have expired shall be elected for the term of three years. At expiration of the said term of three years, any director may be re-elected. Directors shall be selected from the membership of the Society.

Officers of the Society, chosen from among members of the Board of Directors, shall be a President (who shall preside at the meetings of the Board of Directors), a Vice President (who shall preside in the absence of the President) and a Secretary and a Treasurer. At the option of the Board of Directors the Secretary also may hold the office of Treasurer. The Board of Directors shall elect officers, who shall hold office for a term of one year, or until successors qualify. Meetings for election of officers shall be held annually at a time and place fixed by the by-laws.

Vacancies in any office or the Board occasioned by death, resignation or removal shall be filled by vote of a majority of the remaining members of the Board, who shall meet for that purpose within thirty days from the time when such vacancy or vacancies shall occur. If the Board fails to fill such vacancy or vacancies in the time and manner above provided, then the President, or if the office of the President be vacant, then the Vice-President, performing the duties of President, shall fill such vacancy or vacancies by appointing the person or persons who shall hold office until the next annual meeting when such vacancy or vacancies shall be filled by election.

Officers may be removed from office upon a vote of a majority of all the directors. Directors may be removed from the Board upon a vote of two-thirds of the members of the Society.

NEW ARTICLE VIII:

Directors shall be elected by the members at an annual meeting and hold office until successors qualify. At the annual meeting next held after this amendment to the articles of incorporation there shall be an election by ballot for seven directors of the Society, two of whom shall be elected for a term of one year, two for two years and three for three years. At each annual meeting thereafter, a number of directors equal to that of those whose terms have expired shall be elected for the term of three years. At expiration of the said term of three years, any director may be re-elected. Directors shall be selected from the membership of the Society.

Officers of the Society, chosen from among members of the Board of Directors, shall be a President (who shall preside at the meetings of the Board of Directors), one or more Vice Presidents (any one of whom shall preside in the absence of the President), and a Secretary and a Treasurer, and the Society may have such other officers and assistant officers as it shall authorize from time to time. At the option of the Board of Directors the Secretary also may hold the office of Treasurer. The Board of Directors shall elect officers, who shall hold office for a term of one year, or until successors qualify. Meetings for election of officers shall be held annually at a time and place fixed by the by-laws.

Vacancies in any office or the Board occasioned by death, resignation or removal shall be filled by vote of a majority of the remaining members of the Board, who shall meet for that purpose within thirty days from the time when such vacancy or vacancies shall occur. If the Board fails to fill such vacancy or vacancies in the time and manner above provided, then the President, or if the office of the President be vacant, then the Vice-President, performing the duties of President, shall fill such vacancy or vacancies by appointing the person or persons who shall hold office

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until the next annual meeting when such vacancy or vacancies shall be filled by election.

Officers may be removed from office upon a vote of a majority of all the directors. Directors may be removed from the Board upon a vote of two-thirds of the members of the Society.