

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED JUN 8 1989

AMT. OF CHECK \$ 30

FILING FEE \$ 10

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COUNTY FEE \$

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REFUND \$

SPEC HANDLE \$

CERTIFICATE OF CHANGE

OF

AMERICAN MENSA, LTD.

UNDER SECTION 803-A OF THE NOT-FOR-PROFIT
CORPORATION LAW

EPSTEIN BECKER & GREEN, P.C.
250 PARK AVENUE
NEW YORK, NEW YORK 10177-0077

416370

CERTIFICATE OF CHANGE

OF

AMERICAN MENSA, LTD.

UNDER SECTION 803-A

-OF THE

NOT-FOR-PROFIT CORPORATION LAWS

CU 20392

We, the undersigned, being respectively the Chairman and the Secretary of AMERICAN MENSA, LTD. (the "Corporation") do hereby certify:

1. The name of the Corporation is American Mensa, Ltd.
2. The certificate of incorporation of the Corporation was filed by the Department of State on the tenth day of February, 1971.

3. Paragraph SIXTH of the certificate of incorporation of the Corporation is hereby changed pursuant to Section 802 (c)(1) of the Not-for-Profit Corporation Law to change the location of the office of the Corporation.

Hereinafter, paragraph SIXTH will read as follows:

SIXTH: The office of the Corporation shall be maintained in Brooklyn, in the County of Kings and State of New York.

4. Paragraph SEVENTH of the certificate of incorporation of the Corporation is hereby changed pursuant to Section 802 (c)(2) of the Not-for-Profit Corporation Law to change the post office address to which the Secretary of State shall mail a copy of any process against the Corporation served upon him. Hereinafter, paragraph SEVENTH will read as follows:

SEVENTH: The Secretary of State of the State of New York is hereby designated the agent of the corporation upon whom process against it may be served. The post office address to which the Secretary of State shall mail a copy of any process against the corporation served upon him as agent of the corporation is 2626 East 14th Street, Brooklyn, New York 11235-3992.

5. The manner in which the changes to the certificate of incorporation of the Corporation were authorized was by unanimous vote of the entire American Mensa Committee (the board of directors).

IN WITNESS WHEREOF, we have signed this certificate of change on the 15th day of June, 1989 and we affirm the statements herein as true under penalties of perjury.

Amy E. Shoughnessy
Amy E. Shoughnessy, Chairman of the Board

Barlene Criss
Barlene Criss, Secretary

Sworn to before me this

15th day of June, 1989

Janice Klags
Notary Public

JANICE KLAGS
Notary Public, State of New York
No. 61-4772281
Qualified in Queens County
Commission Expires November 30, 1990