

State of North Carolina  
Department of the Secretary of State

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Elaine F. Marshall  
North Carolina Secretary of State  
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ARTICLES OF AMENDMENT  
BUSINESS CORPORATION  
(Conversion to Non-profit Corporation)

Pursuant to §55-10-06 and § 55A-2-02 of the General Statutes of North Carolina, the undersigned corporation hereby submits the following Articles of Amendment for the purpose of amending its Articles of Incorporation to convert the corporation from a business corporation incorporated pursuant to Chapter 55 of the General Statutes of North Carolina to a non-profit corporation incorporated pursuant to Chapter 55A of the General Statutes of North Carolina.

1. The name of the corporation is: Piedmont Silver Eagles, Inc.
2. The text of each amendment adopted is as follows (*State below or attach*):
  - A. (*Insert text converting the business corporation to a non-profit corporation here. Attach additional sheets if necessary, but do not attach a new copy of the articles of incorporation.*)  
May 09, 2008 the Federal IRS recognized this corporation as a exempt organization under section 501 (c)(7)  
of the Internal revenue Code Effective Date of Exemption November 1, 2002. Letter of exemption is attached  
dated May 09, 2008
  - B. \_\_\_\_\_ (Check only if applicable.) The corporation is a charitable or religious corporation as defined in NCGS §55A-1-40(4).
  - C. (Check either a or b below.)
    - a.  The corporation will have members.
    - b.  The corporation will not have members.
  - D. Attached are provisions regarding the distribution of the corporation's assets upon its dissolution.
  - E. Any other provisions which the corporation elects to include are attached.
  - F. The street address and county of the principal office of the corporation is:  
Number and Street 540 Junie Beauchamp Rd.  
City, State, Zip Code Advance, NC 27007-7831 County Davie
  - G. The mailing address *if different from the street address* of the principal office is:  
\_\_\_\_\_  
\_\_\_\_\_

ARTICLES OF AMENDMENT

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3. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment, if not contained in the amendment itself, are as follows:

4. The date of adoption of each amendment was as follows: 1/3/2008

5. (Check either a, b, c, or d, whichever is applicable)

a. \_\_\_ The amendment(s) was (were) duly adopted by the incorporators prior to the issuance of shares.

b.  The amendment(s) was (were) duly adopted by the board of directors prior to the issuance of shares.

c. \_\_\_ The amendment(s) was (were) duly adopted by the board of directors without shareholder action as shareholder action was not required because (set forth a brief explanation of why shareholder action was not required) \_\_\_\_\_

d. \_\_\_ The amendment(s) was (were) approved by shareholder action, and such shareholder approval was obtained as required by Chapter 55 of the North Carolina General Statutes.

6. These articles will be effective upon filing, unless a delayed time and date is specified: \_\_\_\_\_

This the 30 day of July, 2008

Piedmont Silver Eagles, Inc.

Name of Corporation

  
Signature

Kenneth P. Duncan, CFO

Type or Print Name and Title

NOTES:

1. Filing fee is \$50. This document must be filed with the Secretary of State.  
(Revised January 2000)

(Form B-13)

# PIEDMONT SILVER EAGLES, INC.

PIEDMONT PILOTS



Reference: Letter of Dissolution

Dissolution

Section 1. The Association may be dissolved at any time by a majority vote of the Regular members thereof that is in good standing.

Section 2. The Executive Board shall conduct such an election by mail ballot or at any convention, when requested by not less than twenty-five (25) percent of the regular members by petition, or on the written request addressed to the Secretary by three-fourths (3/4) of the members of the Board of Directors.

Section 3. The Piedmont Silver Eagles, Inc./The Piedmont Silver Eagles Charitable Funds, Inc. Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, to be distributed to a Children's Hospital, or Make a Wish Foundation, or other organizations qualified under section 501 (c)(3) of the IRS codes. The Board of trustees shall dispose of all Artifacts and Memorabilia of the corporations exclusively for the purposes of the corporation in such manner, to be distributed to a Aviation Museum qualified under section 501 (c)(3) of the IRS codes.

Best regards,

A handwritten signature in black ink, appearing to read "Kenneth P. Duncan".

Kenneth P. Duncan, CFO  
540 Junie Beauchamp Rd.  
Advance, NC 27006  
(336) 998-3838  
[kpdduncan38@earthlink.net](mailto:kpdduncan38@earthlink.net)