

Articles of Incorporation

Amendments

At a Special Meeting of the Board of trustees on 21-22 June 2004, the Board voted to Amend the Articles of Incorporation as follows:

AMENDED ARTICLES OF INCORPORATION

OF

INTERNATIONAL CENTRE FOR WOMEN PLAYWRIGHTS, INC.

FIRST: The name of the Corporation shall be "The International Centre for Women Playwrights Inc."

SECOND: The place in Ohio where the principal office is to be located is in Columbus, Ohio, in Franklin County, Ohio.

THIRD: The Corporation is organized and shall be operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended (the "Code"). The purposes for which the Corporation is formed are to:

(A) Support and promote work by women playwrights through the presentation and production of plays; as well as the production of newsletters, seminars, conferences; publication of works by women playwrights, and other similar forms of communication; and

(B) Engage in other charitable or educational activity for the benefit of persons.

In furtherance thereof, the Corporation may receive property by gift, devise or bequest, invest and reinvest the same, and apply the income and principal thereof, as the Board of Trustees may from time to time determine, either directly or through contributions to any charitable organization or organizations, exclusively for charitable, or educational purposes, and engage in any lawful act or activity for which corporations may be organized under the general laws of the State of Ohio.

In furtherance of its corporate purposes, the Corporation shall have the general powers enumerated in the Ohio Revised Code as now in effect or as may hereafter be amended, together with the power to solicit grants and contributions for such purposes.

FOURTH: The Corporation has no authority to issue capital stock.

FIFTH: The Corporation shall have members. The qualifications for membership shall be as set forth in the Regulations of the Corporation as they may be amended from time to time.

SIXTH: (a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any director or officer of the Corporation or any other private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to or for the Corporation and to make payments and distributions in furtherance of purposes permitted to be engaged in under section 501(c)(3) of the Internal Revenue Code or any provision of any successor law.

(b) No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise permitted by Section 501(h) of the Code).

(c) The Corporation shall not participate in or intervene in (including the publishing or distribution of statements concerning) any political campaign on behalf of (or in opposition to) any candidate for public office.

(d) The Corporation shall not enter into any excess benefit transaction as defined in Section 4958 of the Code.

(e) Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not directly or indirectly (i) carry on any activity that would prevent it from obtaining exemption from Federal income taxation under Section 501(c)(3) of the Code or cause it to lose such exempt status, or (ii) carry on any activity not permitted to be carried on by a corporation, contributions to which are deductible under Sections 170(c)(2), 2055(a)(2) and 2522(a)(2) of the Code.

SEVENTH: In the event of dissolution or final liquidation of the Corporation, all of the remaining assets and property of the Corporation after paying or making provision for the payment of all of the liabilities and obligations of the Corporation, and for necessary expenses thereof, shall be distributed to such organization or organizations organized and operated exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code as the Board of Trustees shall determine.

EIGHTH: To the fullest extent permitted by the Ohio Revised Code, as now in effect or as hereafter may be amended, no director or officer of the Corporation shall be personally liable to the Corporation for money damages. Such relief shall not apply in any instance where such relief is inconsistent with any provision of the Code applicable to corporations described in Section 501(c)(3) of the Code, including without limitation, any provision of the Code requiring or permitting a Section 501(c)(3) organization to reduce or mitigate a penalty excise tax by correcting the action causing the imposition of the excise tax.

NINTH: The Board of Trustees shall have the power to adopt, amend or repeal the Bylaws.

TENTH: These amended articles of incorporation shall supersede and replace all previous articles of incorporation of the corporation.