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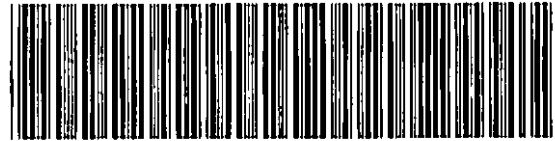
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Amend

1.

International Precious Metals Institute,  
(CORPORATE NAME AND DOCUMENT #) Inc.

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

**SPECIAL  
INSTRUCTIONS:**

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## COVER LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** INTERNATIONAL PRECIOUS METALS INSTITUTE, INC.  
Name of Corporation

**DOCUMENT NUMBER:** F00000000111

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Stephen K. Gardner

Name of Contact Person

Kalbian Hagerty LLP

Firm/Company

888 17th Street, NW, Suite 1000

Address

Washington, DC 20006

City/State and Zip Code

sgardner@kalbianhagerty.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Stephen K. Gardner

202-669-796

at ( )

Name of Contact Person

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$35.00 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐ \$52.50 Filing Fee,  
Certificate of Status &  
Certified Copy  
(Additional copy is  
enclosed)

**Mailing Address:**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**

Amendment Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

(Pursuant to s. 617.1504, F.S.)

**(1-3 MUST BE COMPLETED)**

FO0000000111

(Document Number of Corporation (If known))

1. International Precious Metals Institute, Inc.  
(Name of corporation as it appears on the records of the Department of State)
2. Connecticut 3. 1/07/2000  
(Incorporated under laws of) (Date authorized to conduct affairs in Florida)

## SECTION II

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 05/01/2019

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

5. International Precious Metals Institute Educational and Scientific Foundation, Inc.  
(Name of corporation after the amendment, adding suffix "corporation," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation. "Company," or "Co.," may not be used as a corporate suffix by a nonprofit corporation)

6. If the amendment changes the period of duration, indicate new period of duration and the date the change was effected.

(New duration)

(Date)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction and the date the change was effected.

**(New jurisdiction)**

(Date)

8. If the purpose which the corporation intends to pursue in Florida has changed, indicate new purpose.

(The corporation is authorized to pursue such purpose in the jurisdiction of its incorporation)

9. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

(Signature of the chairman or vice chairman of the board, president, or other officer - if in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

LAURENCE DRUMMOND  
(Typed or printed name of the person signing)

EXECUTIVE DIRECTOR  
(Title of person signing)

SECRETARY OF THE STATE OF  
CONNECTICUT  
30 TRINITY STREET  
P.O. BOX 150470  
HARTFORD, CT 06115-0470

05/01/2019

Attn: JACQUELINE A. HENSON, ESQ.  
BAKER, DONELSON, BEARMAN, ET AL  
901 K STREET, NW  
SUITE 900  
WASHINGTON, DC 20002

RE: Acceptance of Business Filing      **THIS IS NOT A BILL**

This letter is to confirm the acceptance of the following business filing:

Business Name:	Type of Request:
INTERNATIONAL PRECIOUS METALS INSTITUTE EDUCATIONAL AND SCIENTIFIC FOUNDATION, INC.	AMEND NAME

Work Order Number	: 2019260092-001	Business Filing Number	: 0006548370
Filing Date/Time	: 04/29/2019 04:00 PM	Effective Date/Time	: 04/29/2019 04:00 PM
Work Order Payment Total	: \$20.00	Payment Received	: \$20.00
Credit on Account	: \$0.00	Customer ID	: 003395071
Business ID	: 0080946		

If you would like copies of this filing you must complete a Request for Corporate Copies and submit it with the appropriate fee.

LISA SMITH  
Commercial Recording Division  
860-509-6003  
[www.concord-sots.ct.gov](http://www.concord-sots.ct.gov)

**ATTACHMENT A**

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION OF  
INTERNATIONAL PRECIOUS METALS INSTITUTE EDUCATIONAL AND  
SCIENTIFIC FOUNDATION, INC.  
(A Nonstock Corporation)**

**(Duly Adopted Pursuant to Sections 33-1142 and 33-1144 of the  
Connecticut Revised Nonstock Corporation Act)**

The Articles of Incorporation of the International Precious Metals Institute, Inc., having been originally adopted on July 19, 1976, and as amended on October 30, 1990, have been amended and restated in their entirety as follows:

**FIRST:** The name of the corporation is International Precious Metals Institute Educational and Scientific Foundation, Inc. (the "Corporation"). (*Amended*)

**SECOND:** The Corporation shall be nonprofit. It shall not have or issue shares of stock or make distributions. No part of the income or net earnings of the Corporation is distributable to, nor shall inure to the benefit of, any Director or officer of the Corporation, or to any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation), and no Director or officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets upon its dissolution.

**THIRD:** The sole member of the Corporation shall be the International Precious Metals Institute, Inc., a Delaware nonstock corporation, which shall have the right to elect all the Directors of the Corporation. All other rights, privileges, duties and responsibilities of the sole member shall be as set forth in the Bylaws of the Corporation.

**FOURTH:** The name and business street address of the Corporation's registered agent is: CT Corporation System. The residence address of the registered agent is: 67 Burnside Ave, East Hartford, CT 06108.

**FIFTH:** The Corporation shall be organized and operated exclusively for charitable, scientific and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). In furtherance thereof, the nature of the activities to be conducted and the purposes to be promoted or carried out by the Corporation are to:

(a) Serve as a liaison between the precious metals industry and related industries and government, educational institutions, organizations and trade groups with respect to the technical, scientific, educational, public policy and other issues and concerns in the areas of precious metals;

- b) Provide and encourage scholarships, grants, stipends, rewards, and any other monetary or non-monetary support, without limitation, to undergraduate and graduate students, teaching assistants, research associates, faculty, and any other individuals or organizations involved in education or research in the area of precious metals;
- c) Support and encourage the giving of internships to students and recent graduates relating to work regarding precious metals or related matters;
- d) To solicit and administer funds, including direct funding and endowment funds, in order to support any related charitable purpose and for any purpose set forth herein;
- e) Publish material, journals, reports, newsletters, and other forms of information and media relating to precious metals science, technology, statistics, education and policies, participate in workshops, conferences, collect and disseminate information and act as a clearinghouse; and
- f) Foster and encourage research regarding precious metals and related matters;

Provided, however, that the Corporation may engage in any lawful act or activity for which a corporation may be formed under the Connecticut Revised Nonstock Corporation Act that is not inconsistent with the express limitations contained above or elsewhere in these Amended and Restated Articles of Incorporation.

**SIXTH:** The Corporation shall have all powers granted by law, all powers that are or may hereafter be conferred by the laws of the State of Connecticut upon corporations without capital stock, and all legal powers necessary or convenient to effect any or all of the purposes stated in these Amended and Restated Articles of Incorporation, whether or not such powers are set forth herein; provided, however, that no such powers and privileges may be exercised, nor shall any activities be conducted, by the Corporation, if the same are inconsistent with the express limitations contained in these Amended and Restated Articles of Incorporation or with the Corporation's nonprofit purposes or are not permitted to be carried on (a) by a corporation described in Section 501(c)(3) of the Code, or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Code; and provided further that no substantial part of the Corporation's activities shall consist of carrying on propaganda, or otherwise attempting, to influence legislation, and that the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

**SEVENTH:** All corporate powers shall be exercised by or under the authority of, and the activities, property and affairs of the Corporation managed by or under the direction of its Board of Directors. The Bylaws shall prescribe the number, terms of office, qualifications (if any) and manner of election of Directors, and such provisions may be amended from time to time in such lawful manner as the Bylaws shall prescribe and as shall not be inconsistent with the provisions of these Amended and Restated Articles of Incorporation.

**EIGHTH:** Upon the dissolution of the Corporation, its assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

**NINTH:** (a) Any person who is or was a Director of the Corporation shall not be personally liable to the Corporation for monetary damages for breach of duty as a Director in an amount that exceeds the compensation, if any, received by the Director for serving the Corporation during the year of the violation if such breach did not (a) involve a knowing and culpable violation of law by the Director, (b) enable the Director or an associate, as defined in Section 33-840 of the Connecticut General Statutes, to receive an improper personal economic gain, (c) show a lack of good faith and a conscious disregard for the duty of the Director to the Corporation under circumstances in which the Director was aware that his or her conduct or omission created an unjustifiable risk of serious injury to the Corporation, or (d) constitute a sustained and unexcused pattern of inattention that amounted to an abdication of the Director's duty to the Corporation. Any lawful repeal or modification of this Article or the adoption of any provision inconsistent herewith by the Board of Directors of the Corporation shall not, with respect to a person who is or was a Director, adversely affect any limitation of liability, right or protection of such person existing at or prior to the effective date of such repeal, modification or adoption of a provision inconsistent herewith.

(b) The limitation of liability of any person who is or was a Director provided for in this Article shall not be exclusive of any other limitation or elimination of liability contained in, or which may be provided to any person under, Connecticut law as in effect on the effective date of this Amended and Restated of Incorporation and as thereafter amended.

**TENTH:** (a) The Corporation shall provide its Directors with the full amount of indemnification that the Corporation is permitted to provide pursuant to the Connecticut Revised Nonstock Corporation Act. In furtherance of the foregoing, the Corporation shall indemnify its Directors against liability to any person for any action taken, or any failure to take any action, as a Director, except liability that (a) involved a knowing and culpable violation of law by the Director, (b) enabled the Director or an associate, as defined in Section 33-840 of the Connecticut General Statutes, to receive an improper personal economic gain, (c) showed a lack of good faith and a conscious disregard for the duty of the Director to the Corporation under circumstances in which the Director was aware that his or her conduct or omission created an unjustifiable risk of serious injury to the Corporation, or (d) constituted a sustained and unexcused pattern of inattention that amounted to an abdication of the Director's duty to the Corporation.

(b) The Corporation shall indemnify and advance expenses to each officer, employee or agent of the Corporation who is not a Director, or who is a Director but is made a party to a proceeding in his or her capacity solely as an officer, employee or agent, to the same extent as the Corporation is permitted to provide the same to a Director, and may indemnify and advance expenses to such persons to the extent permitted by Section 33-



1122 of the Connecticut Revised Nonstock Corporation Act. The Corporation is authorized to purchase and/or maintain insurance on behalf of any Director, officer, employee or agent of the Corporation against liability pursuant to Connecticut General Statutes §33-1123.

(c) Notwithstanding any provision hereof to the contrary, the Corporation shall not indemnify any Director, officer, employee or agent against any excise taxes assessed against such person under Section 4958 of the Code.

ELEVENTH: Reference in these Amended and Restated Articles of Incorporation to a provision of the Code is to such provision of the Internal Revenue Code of 1986, as amended, or the corresponding provision(s) of any subsequent federal income tax law. Reference in these Amended and Restated Articles of Incorporation to a provision of the Connecticut General Statutes or any provision of Connecticut law set forth in such Statutes is to such provision of the General Statutes of Connecticut, Revision of 1958, as amended, or the corresponding provision(s) of any subsequent Connecticut law. Reference in this Amended and Restated of Incorporation to a provision of the Connecticut Revised Nonstock Corporation Act is to such provision of the Connecticut Revised Nonstock Corporation Act, as amended, or the corresponding provision(s) of any subsequent Connecticut law.

Secretary of The State of Connecticut

I, the Secretary of The State of Connecticut, and keeper of the seal thereof,  
DO HEREBY CERTIFY, that the certificate of incorporation of

INTERNATIONAL PRECIOUS METALS INSTITUTE EDUCATIONAL AND SCIENTIFIC  
FOUNDATION, INC.

a domestic NONSTOCK corporation, was filed in this office on July 19, 1976, a certificate of  
dissolution has not been filed, the corporation has filed all annual reports, and so far as indicated by the  
records of this office such corporation is in existence.



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Secretary of The State of Connecticut

Date Issued: January 05, 2021