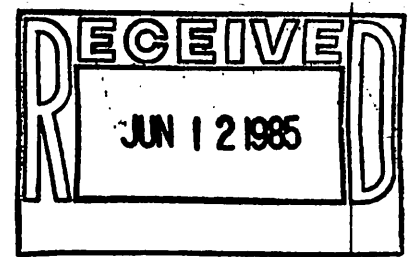


THE NORWALK ROTARY TRUST FUND



1. Creation

The Board of Directors of The Rotary Club of Norwalk, acting in harmony with the spirit of the constitution of Rotary International and under the authority granted and set forth in the charter and the constitution, may, for the purposes hereinafter set forth, accept gifts, devises or bequests of money or property or the income therefrom whether such gift, devise or bequest be outright or in fee or in trust, and all such gifts, devises or bequests, together with such surplus funds of the Rotary Club of Norwalk as the Board of Directors may from time to time set aside for that purpose, shall constitute and become part of a fund to be known as THE NORWALK ROTARY TRUST FUND (hereinafter referred to as the "Trust Fund").)

2. Purpose

The Trustees and their successors shall hold, invest, manage and administer the Trust Fund and the income therefrom in trust for exclusively educational, charitable, scientific or literary purposes. The Trustees shall so administer this Trust Fund that no part of the principal or the income therefrom shall enure to the benefit of any private shareholder or individual, except charitable beneficiaries within the class hereinabove generally defined, and so that no part of its activities attempt to influence legislation by propaganda or otherwise.

3. Title

The title to all property of the Trust Fund shall be vested in five Trustees and their successors.

4. Powers

The Trustees and their successors shall have power:

- (a) To sell, mortgage, transfer or exchange all or any part of the said property at such prices and upon such terms, conditions, and in such manner as they deem best;
- (b) To invest and reinvest in such stocks, bonds, loans, securities, real estate or personal property as they may deem suitable for the investment of trust funds;
- (c) To expend the income from or the corpus of the Trust Fund for any purpose which, in the opinion of the Trustees, may be proper in advancing the purposes of the Trust Fund, as set forth in paragraph 2. hereof.
- (d) To pay the expenses incident to or arising out of and necessary in performing the objectives of the Trust Fund;
- (e) To execute and deliver any proxies, powers of attorney, deeds, agreements or other documents which may be deemed necessary or proper by the trustees and which may be permitted by law;
- (f) To elect and employ in and about the execution of the trust, suitable agents and attorneys including a trust company or trust companies to whom may be delegated, with the right of revocation reserved, such powers as the Trustees may deem advisable,

5. Board of Trustees

The Board of Trustees of the Trust Fund shall be composed, from time to time, of the last five past presidents, in order of service, who are both members of the Rotary Club of Norwalk and willing to serve as such Trustees. The President of the Rotary Club of Norwalk each year shall automatically become a Trustee of the Trust Fund upon the expiration of his term and he shall replace the then Trustee who shall be the senior in order of service as past president. All Trustees shall serve until their successors qualify by executing and filing a written acceptance of appointment as Trustee of the Trust Fund. If for any reason there shall be fewer than five past presidents eligible and willing to serve as such Trustees, the Board of Directors shall appoint a member of the Rotary Club of Norwalk to fill such vacancy and to serve as such Trustee until succeeded by another eligible past president.

6. Rules and Regulations

The Trustees may adopt such rules and regulations for the administration of the Trust Fund as in their opinion may be necessary and advisable in furtherance of and consistent with the purposes set forth in paragraph 2. hereof.

7. Compensation

The Trustees shall serve without compensation.

8. Liability

In no event are the Trustees to be held liable for any neglect, omission or wrongdoing in the performance of their duties except for gross neglect or willful default, nor shall the Trustees be or become liable for the neglect, omission or wrongdoing of any agent, attorney or trust company, provided
... shall have been exercised in their selection.

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9. Expenditures

Expenditures of the income from or the corpus of the Trust Fund, except necessary expenses of administration shall be made only with the approval of a majority of the members of the Board of Directors of the Rotary Club of Norwalk and of a majority of the Trustees, and shall be limited to the purposes set forth in paragraph 2. hereof.

10. Reports

The Trustees shall report to the Board of Directors at least annually or as often as requested by the Board. The reports shall cover the financial condition of the Trust Fund, the current operations and any specific items the Board may request.

11. The trust herein established shall be irrevocable but may be terminated at any time by action of three-fourths of the Trustees and three-fourths of the members of the Board of Directors of the Rotary Club of Norwalk. Upon such termination the Trustees shall promptly distribute all of the property of the Trust Fund to such educational, charitable, scientific or literary corporations or institutions and in such proportions and amounts as the Trustees in their judgment shall select and determine.

IN WITNESS OF the establishment of THE NORWALK ROTARY TRUST FUND, the members of the Board of Directors of The Rotary Club of Norwalk have hereunto set their hands and seals this 30th day of November, 1965.

Witnesses

Signed

John W. Gaydosh
John H. Gaydosh

George Marsh
George Marsh

Louis A. Kupan
Louis A. Kupan

John Hennessey
John Hennessey

Louis T. Lusk
Louis T. Lusk

H. Albert Michel
H. Albert Michel

Sherwood Raymond
Sherwood Raymond

Alfred W. Burkhart
Alfred W. Burkhart

Murray G. Albertson
Murray G. Albertson

Alden S. Harris
Alden S. Harris

John T. Coe
John T. Coe

Date: October 26, 2011
Name The Norwalk Rotary Trust Fund
EIN: 06-6078907

Additional Information Requested:

1. Please read the Penalties of Perjury statement. The information you submit should be accompanied by the following declaration:

Under penalties of perjury, I declare that I have examined this information, including accompanying documents, and, to the best of my knowledge and belief, the information contains all the relevant facts relating to the request for the information, and such facts are true, correct, and complete.

Then, please sign and date below, indicating you agree to the declaration.

Name Date

2. In order to meet the organizational test for exemption under section 501(c)(3), your organizational document, The Norwalk Rotary Trust Fund, must be amended to include the following provisions:

c. Upon the dissolution of the trust, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue 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. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the trust is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

PLEASE SUBMIT A COMPLETE COPY OF THIS AMENDMENT. SINCE YOU ARE a TRUST THE COPY YOU SUBMIT MUST BE SIGNED BY AT LEAST TWO TRUSTEES OF THE ORGANIZATION AND MUST SHOW THE EXACT DATE IT WAS ADOPTED BY YOUR GOVERNING BODY.

*Amended
Sept 11*

Schwartz & Hofflich LLP

CERTIFIED PUBLIC ACCOUNTANTS
FINANCIAL ADVISORS

HENRY HOFFLICH, CPA
LAWRENCE FELDMAN, CPA
NEIL BAYER, CPA
GILBERT K. WATKINS, CPA
BARRY R. NEWMAN, CPA
ANN D. JEVNE, CPA, PFS
BARRY L. SUNSHINE, CPA
PASQUALINO P. SPAGNOLI, CPA
ERIC J. PRESCOTT, CPA

IRVING SCHWARTZ, CPA (1948-1994)

VICTOR J. PALADINO, CPA
ALISON SHARRETT, CPA

FACSIMILE

TO: Bill Kissam

FAX NO.: 855-1017

DATE: 2/2/08

FROM: Gil Watkins

We are sending 6 pages(s), including this cover sheet. If you do not receive all the pages, please call (203) 847-4068.

RE: Norwalk Rotary

REMARKS: I'm faxing you what I have - because you should probably have copies also.

The next 5 pages are the documents to our trust fund - our 501(c)(3) organization.

I do not have copies of any IRS determination letters - this is a problem.

I will mail you a copy of our by-laws for our service (non-501(c)(3)) organization.

We should probably clear this up. Feel free to call me.

MEMBER OF  DFK INTERNATIONAL WITH AFFILIATED OFFICES WORLDWIDE

37 NORTH AVENUE, NORWALK, CONNECTICUT 06851-3832 (203) 847-4068 (212) 397-0090 FAX (203) 849-0624

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