

AMENDED ARTICLES OF INCORPORATION  
OF  
SHORT NORTH SPECIAL IMPROVEMENT DISTRICT, INC.

The undersigned, desiring to form a nonprofit corporation under Chapter 1702 of the Ohio Revised Code ("ORC"), adopt the following Amended Articles of Incorporation.

- FIRST: The name of this corporation is the Short North Special Improvement District, Inc. (hereafter referred to as the "Corporation").
- SECOND: The place in Ohio where the Corporation's principal office will be located is the City of Columbus, Franklin County, Ohio.
- THIRD: The Corporation is formed for the following purposes:
- A. To govern a special improvement district created pursuant to ORC Chapter 1710;
  - B. To encourage and participate in programs that will maintain, improve and build the Short North SID area of the City of Columbus as a viable business, cultural, residential and recreational community;
  - C. To assist the City of Columbus, Franklin County, and other agencies and groups in providing programming which will preserve the economic well-being and opportunities in the Short North SID area of the City of Columbus, as defined below;
  - D. To encourage and participate in programs to preserve the aesthetic, architectural, and historic character of the Short North SID area of the City of Columbus;
  - E. To engage in any lawful act or activity for which corporations may be formed under ORC Chapter 1702 and amendments thereto, as may be deemed appropriate by the trustees of the Corporation, and to exercise any powers or rights now or hereafter conferred on nonprofit corporations under the laws of the State of Ohio which are in furtherance of any of the purposes for which the Corporation is formed;
  - F. To engage in any lawful act or activity for which corporations may be formed under ORC Chapter 1710 and amendments thereto, as may be deemed appropriate by the trustees of the Corporation; and
  - G. The above enumerated purposes shall be interpreted in connection with the limitation that the Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code").
- FOURTH: The name of the special improvement district formed by the Corporation under ORC Chapter 1710 shall be the "Short North Special Improvement District" (the "District").

FIFTH: The territory within the District (also known in these Articles as the "Short North SID area") shall be generally described as that portion of the City of Columbus, Ohio, which is located within the following area:

1. Beginning at the corner of North High Street and Columbus Convention Center Drive, and proceeding northeast along Columbus Convention Center Drive to the property line of tax parcel number 010-187795; then
2. North along the eastern property line of tax parcel number 010-187795 to East Goodale Street; then
3. West along East Goodale Street to the eastern property line of tax parcel number 010-008683; then
4. North along the eastern property line and west along the northern property line of tax parcel number 010-008683, to the eastern property line of "the Cap"; then
5. North along the eastern property line of "the Cap" to the property line of tax parcel 010-053119; then
6. North along the eastern property line of tax parcels 010-053119, 010-009050, 010-003663, 010-053120, and 010-025409; then
7. North along North Pearl Street to East Second Avenue; then
8. East on East Second Avenue to Mt. Pleasant Avenue; then
9. North along Mt. Pleasant Avenue to the northern property line of tax parcel 010-015325; then
10. West along the northern property line of tax parcel 010-015325 to the eastern property line of tax parcel 010-011682; then
11. North along the eastern property line of tax parcels 010-011682, 010-046609, 010-049713, and 010-067027; then
12. North on North Pearl Street to the southern property line of tax parcel 010-011540; then
13. East along the southern property line of tax parcel 010-011540 to Mt. Pleasant Avenue; then
14. North along Mt. Pleasant Avenue to East Fifth Avenue; then
15. West on East Fifth Avenue to Courtland Avenue; then
16. North on Courtland Avenue to East Seventh Avenue; then
17. West on East Seventh Avenue to High Street; then
18. West on King Avenue to Wall Street (the alley adjacent to the western property line of tax parcel 010-055858); then
19. South on Wall Street to West Fourth Avenue; then
20. East on West Fourth Avenue to the western property line of tax parcel 010-041398; then
21. South on the western property line of tax parcel 010-041398 to Wall Street; then

22. South on Wall Street to Second Avenue; then
23. South along the western property line of tax parcels 010-023218, 010-025855, and 010-009102; then
24. East on West First Avenue to Wall Street (the alley adjacent to the western property line of tax parcel 010-067081); then
25. South on Wall Street to Buttles Avenue; then
26. West on Buttles Avenue to Park Street; then
27. South on Park Street to West Goodale Street; then
28. East on West Goodale Street to the western property line of tax parcel 010-035318; then
29. South along the western property line of tax parcels 010-035318, 010-023714, 010-023713, 010-005862, 010-033114, 010-002255, 010-019677, and 010-039399; then
30. South along Wall Street to Vine Street; then
31. South along the western property line of tax parcels 010-006888, 010-026523, 010-043251 and 010-289382; then
32. East along the southern property line of tax parcel 010-289382 to intersection of High Street and Convention Center Drive.

Certain property within this area may be excluded in accordance with ORC Chapter 1710. A detailed listing of all property included in the District, as identified by its current tax parcel number assigned by the Franklin County Auditor's Office, is attached hereto as Exhibit 1.

- SIXTH: Each owner of real property within the District, other than the State of Ohio, Franklin County, the City of Columbus, the United States of America or the owners of any Church Property (as such term is defined in ORC Section 1710.02) will be a member of the District ("Members"); provided, however, that Franklin County, the City of Columbus, or the owners of any Church Property, as the case may be, shall be Members to the extent (but only to the extent) that they voluntarily submit to the District and to the provisions of Chapter 1710 all or a portion of their real property in the District, as provided by Chapter 1710. Members shall have such voting rights as described in the Code of Regulations of the Corporation.
- SEVENTH: The Board of Trustees of the Corporation shall consist of at least five (5) individuals, one of whom shall be the Chief Executive of the City of Columbus, or alternatively an employee of the City of Columbus who shall serve at the pleasure of the Chief Executive; one shall be a member of Columbus City Council, or alternatively an employee of the City of Columbus who shall serve at the pleasure of City Council; and at least three (3) of whom shall be Members or executive representatives of Members. The Corporation may allow people other than Members to serve on the Board of Trustees.
- The Trustees of the Corporation from time to time shall constitute the Board Directors of the Special Improvement District under Chapter 1710 of the Ohio Revised Code.
- EIGHTH: These Articles may be amended only (a) by the vote of Members entitling them to exercise a majority of the voting power on such proposal, and (b) after receipt of approval of such amendment or amended articles by resolution of the legislative authority of the City of Columbus, and (c) upon filing of such amendment or amended articles and a certified copy of such resolution with the Ohio Secretary of State.

- NINTH: The District is being created by concerned landowners in the district in an effort to strengthen the economic vitality, livability and commerce in the Short North SID community. The District is intended to increase the utilization of the district area by businesses and individuals in the Columbus metropolitan area, thereby better establishing the District area as a livable center of commerce and entertainment which will in return be conducive to the public health, safety, peace, convenience and welfare of the District.
- TENTH: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 510(c)(3) of the Code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.
- ELEVENTH: Upon the dissolution of the Corporation, all assets remaining after paying or making provision for the payment of all of the liabilities of the Corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the 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 the Court of Common Pleas of the County in which the principal office of the Corporation 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.
- TWELFTH: A copy of the City of Columbus Ordinance No. \_\_\_ - 2011 is attached as Exhibit 2 as required by Revised Code 1710.02(D).
- THIRTEENTH: These Amended Articles of Incorporation of the Short North Special Improvement District, Inc. supercede the existing Articles of Incorporation filed with the Secretary of State on June 14, 2000.

(Note: There is no change in the name or address of the Statutory Agent. The previous designation of Statutory Agent remains in effect.

IN WITNESS WHEREOF, the undersigned officer has executed this instrument on this \_\_\_\_\_ day of \_\_\_\_\_, 2011.

<p>_____          Sharon O'Brien          Short North SID President</p>	<p>Address: Short North SID          120 W. Goodale Street          Columbus, Ohio</p>
---	--