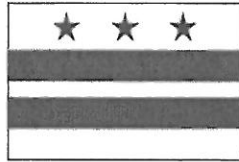


**GOVERNMENT OF THE DISTRICT OF COLUMBIA**  
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS  
CORPORATIONS DIVISION



**C E R T I F I C A T E**

**THIS IS TO CERTIFY** that all applicable provisions of the District of Columbia Business Organizations Code have been complied with and accordingly, this ***CERTIFICATE OF AMENDMENT*** is hereby issued to:

HUMANITARIAN OPENSTREEMAP TEAM UNITED STATES

**Effective Date:** 11/5/2012

**IN WITNESS WHEREOF I** have hereunto set my hand and caused the seal of this office to be affixed as of 11/5/2012 10:53 AM



Business and Professional Licensing Administration

Handwritten signature of Patricia E. Grays.

PATRICIA E. GRAYS  
Superintendent of Corporations  
Corporations Division

Vincent C. Gray  
Mayor

Tracking #: qL1cC7Ss

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
HUMANITARIAN OPENSTREETMAP TEAM UNITED STATES INCORPORATED**

TO: Department of Consumer and Regulatory Affairs  
Business and Professional Licensing Administration  
Corporations Division  
1100 4<sup>th</sup> Street, S.W.  
Washington, D.C. 20024

Pursuant to the provisions of Title 29 of the District of Columbia Code (District of Columbia Nonprofit Corporation Act of 2010), the undersigned adopts the following Articles of Amendment to the Articles of Incorporation of Humanitarian OpenStreetMap Team United States Incorporated:

**FIRST:**

The name of the corporation is: HUMANITARIAN OPENSTREETMAP TEAM UNITED STATES INCORPORATED (hereafter the "Corporation").

**SECOND:**

The following amendments to the Articles of Incorporation of the Corporation were adopted by the Corporation in the manner prescribed by the District of Columbia Nonprofit Corporation Act of 2010:

A. Article 3 of the Articles of Incorporation of the Corporation is amended to read as follows:

"3. Describe the corporation's specific purposes:

**DCRA Corp. Div.**

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The Corporation is incorporated as a nonprofit corporation under D.C. Code Title 29, chapter 4 (the District of Columbia Nonprofit Corporation Act of 2010).

It shall be organized and operated exclusively as an organization authorized to engage in such purposes and activities as permitted by section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law) (“Code”) and as enumerated in Treasury Regulation §1.501(c)(3)-1(d)(2), including, but not limited to, the following purposes:

1) to promote, support and advocate the creation, maintenance, use, distribution and availability of free, geographically-referenced data and geospatial information (“geodata”): a) to facilitate and provide humanitarian aid in the United States and throughout the world; and b) to permit faster and more efficient means to relieve poverty and foster economic development, to ameliorate the plight of the poor, the sick, the hungry, and the disabled and provide for their relief, care, shelter, protection, and sustenance as a result of wars, civil strife, earthquakes, floods, hurricanes, droughts, and other man-made and natural disasters (“disasters”);

2) to deploy personnel to disaster-stricken areas in the United States and throughout the world to provide capacity building in OpenStreetMap surveying, data mining, editing and usage, in support of local, national, and international organizations and other first responders;

3) to coordinate actions between first responders in the field providing humanitarian responses and the greater OpenStreetMap Community to permit faster and more efficient aid, assistance and comfort to victims of disasters;

4) to provide education and training in OpenStreetMap surveying, data mining, editing and usage for persons located in disaster prone areas of the United States and the world to reduce the effects of disasters on local inhabitants;

5) to underwrite, sponsor and support academic and scholarly studies, symposia and conferences related to the above purposes and public policy issues related thereto;

6) to accomplish the above purposes by all reasonable and practical means, including disseminating information in all forms and through all media to the public and working with government agencies, other organizations, and volunteers; and

7) to do any lawful acts and enter into all lawful agreements that may be necessary, useful, suitable or proper to accomplish the charitable purposes of the Corporation, provided the same is permitted under Section 501(c)(3) of the Code.

The Corporation shall not engage, other than to an insubstantial degree, in activities that are not in furtherance of its purposes.

In furtherance of such purposes, the Corporation shall have full power and authority:

(A) To act as a forum for the exchange of information and materials among other organizations, institutions and members of the general public in connection with the foregoing purposes both in Internet-based formats and in other means and media;

(B) To publish, conduct, sponsor, promote and support academic and scholarly studies, publications, periodicals, lectures, seminars, meetings, conferences and discussions on matters related to the foregoing purposes in the United States and abroad;

(C) To collect and acquire books, manuscripts, periodicals, printed materials and other property (both tangible and intangible, personal and real) useful in connection with the foregoing purposes and to donate such property to universities, public libraries and other institutions and organizations or otherwise make the property so acquired available for research, study and dissemination of knowledge;

(D) To acquire or receive from any individual, firm, association, corporation, trust or foundation, by deed, gift, purchase, bequest, devise, appointment, or otherwise, cash, securities and other property, tangible or intangible, real or personal, and to hold, administer, manage, invest, reinvest, and disburse the principal and income therefore solely for the purposes hereof;

(E) To distribute property for such purposes in accordance with the terms of gifts, bequests, or devises to the Corporation not inconsistent with its purposes, as set forth in these Articles of Incorporation, or in accordance with determinations made by the Board of Directors pursuant to these Articles of Incorporation;

(F) To distribute property and extend financial aid and support through grants, gifts, contributions, or other aid or assistance to qualified Section 501(c)(3) organizations or for their purposes;

(G) To receive and maintain a fund or funds, to invest or reinvest such fund or funds and to apply the income and principal of any funds received to promote the goals and purposes set out herein; and

(H) To perform all other acts necessary or incidental to the above and to do whatever is deemed necessary, useful, advisable, or conducive, directly or indirectly, to carry out any of the purposes of the Corporation, as set forth in these Articles of Incorporation, including the exercise of all other powers and authority enjoyed by nonprofit corporations generally by virtue of the provisions of the District of Columbia Nonprofit Corporation Act of 2010 (within and subject to the limitations of Section 501(c)(3) of the Code.)

The Corporation shall serve only such purposes and functions and shall engage only in such activities as are consistent with the purposes set forth in this Article 3 and with its status as an organization described under Section 501(c)(3) of the Code or successor Code Section.”

B. Article 6 of the Articles of Incorporation of the Corporation is amended to read as follows:

“The regulation of the internal affairs of the Corporation will be conducted in the following manner:

The management, internal affairs, activities, and concerns of the Corporation shall be conducted in accordance with its Bylaws. The Bylaws may set forth, with respect to the directors, their qualifications; their number; the place, time, method and manner of their nomination and election; their term of office; the filling of vacancies among directors; their meetings; and generally, their rights, powers, duties, privileges, and restrictions.

(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; but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes as set forth in Article 3 hereof.

(B) The Corporation shall not carry on propaganda, or otherwise attempt to influence legislation, to an extent that would disqualify it for tax exemption under Section 501(c)(3) of the Code by reason of attempting to influence legislation. The Corporation shall not participate in, nor intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

(C) Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on:

(i) by a corporation exempt from federal income taxation under Section 501(c)(3) of the Code, or the corresponding section of any future federal tax code; or

(ii) by a corporation, contributions to which are deductible for federal income tax purposes under Section 170(c)(2) of the Code, or the corresponding section of any future federal tax code.

It is intended that the Corporation shall have, and continue to have, the status of an organization which is exempt from federal income taxation under Section 501(c)(3) of the Code. All terms and provisions of these Articles of Incorporation and the Bylaws of the Corporation and all authority and operations of the Corporation, shall be construed, applied and carried out in accordance with such intent.”

C. Article 6a of the Articles of Incorporation of the Corporation is amended to read as follows:

“Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation by distributing those assets exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for public charitable uses and purposes as shall at the time qualify as exempt from taxation under Section 501(c)(3) of the Code as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction for 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.”

**THIRD:**

Each of the above amendments was adopted on 16 October 2012.

**FOURTH:**

The above amendments were duly approved by the members in the manner required by this chapter (the District of Columbia Nonprofit Corporation Act of 2010), and by the articles of incorporation and bylaws.

Date: 23 October 2012

HUMANITARIAN OPENSTREETMAP TEAM  
UNITED STATES INCORPORATED

By: 

Print Name: Mikel Maron  
President

Attest:

By:   
Print Name: John Crowley  
Secretary