TO THE DEPARTMENT OF STATE:

ARTICLES OF INCORPORATION

NATIONAL ASSOCIATION OF AMATEUR OARSMEN
OF THE UNITED STATES

The undersigned, four of whom are residents of the Commonwealth of Pennsylvania, and all of whom are citizens of the United States of full age, being desirous of incorporating the National Association of Amateur Oarsmen of the United States, as a non-profit corporation, pursuant to the provisions of the Act of the General Assembly of the Commonwealth of Pennsylvania known as the "Non-Profit Corporation Law", approved May 5, 1933, as amended, do hereby declare, set forth and certify as follows:

ARTICLE I

The name of the corporation is the National Association of Amateur Oarsmen of the United States.

ARTICLE II

The location and post office address of the initial registered office in this Commonwealth is 4 Boathouse Row, Philadelphia, Pennsylvania.

ARTICLE III

The corporation is organized exclusively for charitable, educational and scientific purposes as defined and limited by § 501 (c) (3) of the Internal Revenue Code of 1954, (or the corresponding provision of any future United States Internal Revenue Law), including, but not limited to:

1. To represent the amateur oarsmen of the United States of America with respect to:

   (a) Promoting an educational program devoted to the development of amateur rowing as a means of athletic competition and attainment of physical fitness;

   (b) Establishing classifications and rankings for competitions,
promulgating general rules and regulations for the sport of rowing; and
sanctioning regattas run in accordance with these rules and regulations;

(c) Conducting an annual national championship regatta and
promoting interests through competition in this and similar events; and

(d) Extending representation through active member
organizations.

2. To receive money and other property, real, personal or
mixed, by gift, devise, bequest, dues or otherwise, to apply the same
both as to principal and income in furtherance of the foregoing and related
educational, scientific and charitable purposes.

The Association shall not be conducted or operated for profit,
and no part of its net earnings shall inure to the benefit of any member
or individual, nor shall any of its net earnings or any of its profits or
assets be used other than for its declared purposes. No substantial part
of its activities shall consist of carrying on propaganda, or otherwise
attempting to influence legislation, nor shall the Association participate
in or otherwise intervene in (including publishing or distributing state-
ments) any political campaign on behalf of any candidate for public office.

The corporation shall not carry on any activity not permitted
to be carried on: (a) by a corporation exempt from Federal Income Tax under
§ 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding
provision of any future United States Internal Revenue Law) or, (b) by a
corporation, contributions to which are deductible under §170 (c) (2) of
the Internal Revenue Code of 1954 (or the corresponding provision of any
future United States Internal Revenue Law).

ARTICLE IV

The corporation is to have perpetual existence.

ARTICLE V

The names, places of residence and post office addresses of
the incorporators are:

Ernest H. Bayer, 718 Hendren Street, Philadelphia, Pennsylvania
19128
H. Boyce Budd, Jr., 52 Both Lane, Haverford, Pennsylvania 19041

John E. Kelly, Jr., 1720 Cherry Street, Philadelphia, Pennsylvania, 19103

Thomas Kerr, Jr., 116 East Gorgas Lane, Philadelphia, Pennsylvania, 19119

William J. Knecht, 505 Chews Landing Road, Haddonfield, New Jersey 08033

Cornelius Peterson, 27 Old Village Road, Acton, Massachusetts, 01720

ARTICLE VI

The names and addresses of the persons who are to act as Directors until the election of their successors are:

John A. Bergen, 34 W. Gowan Avenue, Philadelphia, Pennsylvania 19119

Oliver Brundage, 1110 20th Street, Parkersburg, West Virginia 26102

Charles S. Butt, Jr., 977 Spencer Road, McLean, Virginia 22101

Lloyd Dahmen, 84 State Street, Boston, Massachusetts, 02109

Richard D. Erickson, 9307 236th Street, S. W., Edmonds, Washington 98020

Jack Frailey, 9 Martha's Pt. Road, Concord, Massachusetts 01742

F. A. Geiger, Royal Manhattan Hotel, 8th Avenue and 44th Street, New York, N. Y. 10036

Robert Hillen, 4351 Le. Bourget Avenue, Culver City, California 90230

John Hutton, 681 Covington, Detroit, Michigan 48203

P. Anthony Johnson, Ray Tompkins House, Yale University, 402A Yale Station, New Haven, Connecticut 06520

Edward K. McCagg, 511 Central Bldg., Seattle, Washington 98104

Martin B. McNair, University of California, Berkeley, California 94720

Victor H. Michelson, 258 India Street, Providence, R. I. 02912

Harry L. Parker, 9 Warren Street, Winchester, Massachusetts 01890

W. Hart Perry, Jr., Kent School, Kent, Connecticut 06757
Allen Rosenberg, 415 Cobbs Hill Drive, Rochester, N. Y. 14610

Donald M. Spero, 1301 Goyesdale Place, N. W., Washington, D.C. 20009

William A. Stowe, #400 John Jay Hall, Columbia University, New York, N. Y. 10027

Robert G. Ulh, 74 Willow Lane, Tonawanda, New York 14156

In the event of liquidation, dissolution or termination of the association, whether voluntary or involuntary or by operation of law, its property or other assets, or any proceeds thereof, shall be distributed to such non-profit organizations which shall be exempt from Federal Income Taxes under §501 (c) (3) of the Internal Revenue Code or such corresponding section or sections as may be from time to time in force, as the members of the association, by majority vote thereof, shall determine; and none of such property, assets or proceeds shall be distributed to, or divided among, any of the members of the association.

IN WITNESS WHEREOF, the incorporators have hereunto set their hands and seals this 27th day of November, 1970.

[Seals and signatures of incorporators]

APPROVED and filed in the Department of State on the 29th day of December, 1970, A.D.

SECRETARY OF THE COMMONWEALTH

[Signature]
In compliance with the requirements of 15 Pa. S. §7321 (relating to filing of certificate of summary of record by corporations incorporated prior to 1973), the undersigned entity, desiring to file a document in the Department of State under the Nonprofit Corporation Law of 1972 (15 Pa. S. §7301 et seq.), or to secure from the Department any certificate to the effect that the corporation is a corporation duly incorporated and existing under the laws of this Commonwealth or a certified copy of the Articles of the corporation, does hereby certify that:

1. The name of the corporation is:

   National Association of Amateur Oarsmen of the United States

2. The location of its registered office in this Commonwealth is: (the Department of State is hereby authorized to correct the following statement to conform to the records of the Department)

   4 Boathouse Row

   Philadelphia, Pennsylvania 19130

3. The statute by or under which it was incorporated is:

   Act of Assembly known as "Non-Profit Corporation Law" approved May 5, 1933, as amended.

4. The corporation was originally incorporated on 12/29/70 under the following name:

   National Association of Amateur Oarsmen of the United States

The corporation was incorporated by (check and complete one of the following):

☐ Special act as set forth in Paragraph 3 above.

☐ Decree of ______ entered on ______.

☐ Letters patent duly granted on ______.

☐ Filing of Articles of Incorporation in the Pennsylvania Department of State.
5. The original Articles were recorded on _______ in the following place:

3-1-71.14, pp. 50-53 - PA. Dept. of State

6. (Check, and if appropriate, complete one of the following):

☐ This certificate is being delivered to the Department of State contemporaneously with amended and restated Articles of the corporation filed under the NPCL.

☒ The currently effective Articles of the corporation are filed or recorded as follows and the text of such currently effective Articles is set forth in full in Exhibit A attached hereto and made a part hereof (except any of such text which appears of record in the Department of State, which text is incorporated herein by reference to the records of the Department pursuant to 19 Pa. Code §29.51(b)):

Articles of Incorporation filed with PA. Department of State on 12/29/70, in Volume 3-1-71.14, pp. 50-53.

7. (Check, and if appropriate, complete one of the following):

☒ The corporation has never adopted any name other than its original name and its current name.

☐ Each name by which the corporation was known, other than its original name and its current name, and the date or dates on which each change of name of the corporation became effective, are as follows:

<table>
<thead>
<tr>
<th>NAME</th>
<th>EFFECTIVE DATE OF ADOPTION</th>
</tr>
</thead>
</table>

IN TESTIMONY WHEREOF, the undersigned corporation has caused this certificate to be signed by a duly authorized officer and its corporate seal, duly attested by another such officer, to be hereunto affixed this 19th day of August, 1981.

National Association of Amateur Oarsmen of the United States

By:

[Signature]

William M. Hollenback, Jr., President

(G. Tully Vaughan, Executive Secretary)

DEP. OF STATE 9/6 1970
In compliance with the requirements of 15 Pa. S. §7905 (relating to articles of amendment), the undersigned nonprofit corporation, desiring to amend its Articles, does hereby certify that:

1. The name of the corporation is:

   National Association of Amateur Oarsmen of the United States

2. The address of its registered office in this Commonwealth is (the Department of State is hereby authorized to correct the following statement to conform to the records of the Department):

   4 Boathouse Row
   Philadelphia Pennsylvania 19130

3. The statute by or under which it was incorporated is:

   The Pennsylvania Nonprofit Corporation Law, 1933 P.L. 289, as amended.

4. The date of its incorporation is December 29, 1970

5. (Check, and if appropriate, complete one of the following):

   ☑ The amendment shall be effective upon filing these Articles of Amendment in the Department of State.

6. (Check one of the following):

   ☑ The amendment was adopted by the members pursuant to 15 Pa. S. §7904(a).

7. The amendment adopted by the corporation, set forth in full, is as follows:

   "RESOLVED, that Article I of the Association's Articles of Incorporation be amended so as to change the name of the Association to United States Rowing Association."
IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer and its corporate seal, duly attested by another such officer, to be hereunto affixed this ___ 30th ___ day of ___ December ___ 1961.

National Association of Amateur Oarsmen of the United States

By:

William M. Hollenback, Jr.
President

G. Tully Vaughan
Executive Secretary

INSTRUCTIONS FOR COMPLETION OF FORM:

A. Any necessary copies of Form DSCB-17.2 (Consent to Appropriation of Name) or Form DSCB-17.3 (Consent to Use of Similar Name) shall accompany Articles of Amendment effecting a change of name.

B. Any necessary governmental approvals shall accompany this form.

C. If the action was authorized by a body other than the board of directors Paragraph 6 should be modified accordingly.

D. 15 Pa. S. 87906(c) requires that the corporation shall advertise its intention to file or the filing of Articles of Amendment. Proofs of publication of such advertising should not be delivered to the Department, but should be filed with the minutes of the corporation.
ANNUAL STATEMENT - NONPROFIT CORPORATION
DSCB:15-5110 (Rev 90)

In compliance with the requirements of 15 Pa.C.S. § 5110 (relating to annual report), the undersigned domestic or qualified foreign nonprofit corporation, hereby states that:

1. The name of the corporation is:

   THE UNITED STATES ROWING ASSOCIATION

2. The address of its principal office is:

   201 South Capitol (Suite 400) Indianapolis Indiana 46225 Marion County
   Number and Street City State Zip

3. The names and titles of the persons who are its principal officers are:

   Names       Titles
   David Vogel  President
   Linda Leger  Vice-President
   Mike Hurley  Vice-President
   Ronald Chen  Secretary
   Tiff Wood  Treasurer

IN TESTIMONY WHEREOF, the undersigned corporation has caused this Annual Statement to be signed by a duly authorized officer thereof this 31st day of March, 1998.

THE UNITED STATES ROWING ASSOCIATION

By: [Signature]
Secretary

(Name of Corporation)

TITLE:
ANNUAL STATEMENT-NONPROFIT CORPORATION

In compliance with the requirements of 15 Pa.C.S. § 5110 (relating to annual report), the undersigned domestic or qualified foreign nonprofit corporation, hereby states that:

1. The name of the corporation is: **THE UNITED STATES ROWING ASSOCIATION**

2. The address of its principal office is:
   
   201 South Capitol (Suite 400) Indianapolis Indiana 46225 Harrison
   
   Number and Street City State Zip County

3. The names and titles of the persons who are its principal officers are:

<table>
<thead>
<tr>
<th>Names</th>
<th>Titles</th>
</tr>
</thead>
<tbody>
<tr>
<td>Lawrence Terry</td>
<td>President</td>
</tr>
<tr>
<td>Ronald K. Chen</td>
<td>Secretary</td>
</tr>
<tr>
<td>Christopher Wood</td>
<td>Treasurer</td>
</tr>
</tbody>
</table>

IN TESTIMONY WHEREOF, the undersigned corporation has caused this Annual Statement to be signed by a duly authorized officer thereof this **20th** day of **March** **2000**.

UNITED STATES ROWING ASSOCIATION

[Name of Corporation]

BY: **Ronald Chen**

(Signature)

TITLE: Secretary
Statement of Change of Registered Office (15 Pa.C.S.)

<table>
<thead>
<tr>
<th>Category</th>
<th>选中</th>
<th>说明</th>
</tr>
</thead>
<tbody>
<tr>
<td>Domestic Business Corporation (§ 1507)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Foreign Business Corporation (§ 4144)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Domestic Nonprofit Corporation (§ 5507)</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>Foreign Nonprofit Corporation (§ 6144)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Domestic Limited Partnership (§ 8306)</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Name: c/o Corporation Service Company

2704 Commerce Drive

City: Harrisburg  
State: PA  
Zip Code: 17110

Fee: $52

Filed in the Department of State on APR 19 2002

ACTING  
Secretary of the Commonwealth

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. (relating to corporations and unincorporated associations), the undersigned corporation or limited partnership, desiring to effect a change of registered office, hereby states that:

1. The name is: UNITED STATES ROWING ASSOCIATION

2. The (a) address of its initial registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

<table>
<thead>
<tr>
<th>(a) Number and street</th>
<th>City</th>
<th>State</th>
<th>Zip</th>
<th>County</th>
</tr>
</thead>
<tbody>
<tr>
<td>4 Boathouse Row</td>
<td>Philadelphia</td>
<td>PA</td>
<td>19130</td>
<td>Philadelphia</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>(b) Name of Commercial Registered Office Provider</th>
<th>County</th>
</tr>
</thead>
</table>

3. Complete part (a) or (b):

(a) The address to which the registered office of the corporation or limited partnership in this Commonwealth is to be changed is:

<table>
<thead>
<tr>
<th>Number and street</th>
<th>City</th>
<th>State</th>
<th>Zip</th>
<th>County</th>
</tr>
</thead>
</table>

(b) The registered office of the corporation or limited partnership shall be provided by:

<table>
<thead>
<tr>
<th>c/o Corporation Service Company</th>
<th>County</th>
</tr>
</thead>
</table>

<table>
<thead>
<tr>
<th>Name of Commercial Registered Office Provider</th>
<th>County</th>
</tr>
</thead>
</table>

3/19/2002
4. Strike out if a limited partnership:

Such change was authorized by the Board of Directors of the corporation.

IN TESTIMONY WHEREOF, the undersigned has caused this Application for Registration to be signed by a duly authorized officer thereof.

12 day of April 2002.

UNITED STATES ROWING ASSOCIATION
Name of Corporation/Limited Partnership

Signature

Executive Director
Title
Annual Statement-Nonprofit Corporation

115 Pa.C.S. § 5110

Name:
United States Rowing Association

Address:
201 South Capitol (Suite 400)

City: Indianapolis State: Indiana Zip Code: 46225

Document will be returned to the name and address you enter to the left.

File:

Fee: None

Filed in the Department of State on JAN 24 2005

Secretary of the Commonwealth

In compliance with the requirements of 115 Pa.C.S. § 5110 (relating to annual reports), the undersigned domestic or qualified foreign nonprofit corporation hereby states that:

1. The name of the corporation is:
UNITED STATES ROWING ASSOCIATION

2. The address of its principal office is:
201 South Capitol (Suite 400), Indianapolis, IN 46225 Marion

3. The names and title of the persons who are its principal officers are:

<table>
<thead>
<tr>
<th>Names</th>
<th>Titles</th>
</tr>
</thead>
<tbody>
<tr>
<td>Donovan A. Langford Jr.</td>
<td>President</td>
</tr>
<tr>
<td>Ronald K. Chen</td>
<td>Vice-President</td>
</tr>
<tr>
<td>Caroline Collins</td>
<td>Treasurer</td>
</tr>
<tr>
<td>Thomas Fuller</td>
<td>Secretary</td>
</tr>
<tr>
<td>Barbara Kirch Crustil</td>
<td></td>
</tr>
</tbody>
</table>

IN TESTIMONY WHEREOF, the undersigned corporation has caused this Annual Statement to be signed by a duly authorized officer thereof this 24 day of JANUARY 2005.

UNITED STATES ROWING ASSOCIATION

Name of Corporation

Signature

Title
COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

April 11, 2006

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

UNITED STATES ROWING ASSOCIATION

I, Pedro A. Cortés, Secretary of the Commonwealth of Pennsylvania do hereby certify that the foregoing and annexed is a true and correct photocopy of Articles of Incorporation and all Amendments which appear of record in this department

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Pedro A. Cortés
Secretary of the Commonwealth

STMARTZ