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January 28, 1998

FILED
JAN 30 PM 12:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Division of Corporations
P. O. Box 5588
Tallahassee, FL 32314

Re: Amendment to Corporate Articles of Christ Episcopal Church of Bradenton, Inc., a not-for-profit corporation

600002416876--1
-01/30/98--01021--005
*****35.00 *****35.00

Dear Sir/Madam:

Pursuant to and in accordance with Florida Statute 607.1003 and 607.1006, I enclose herewith an amendment to the corporate articles of Christ Episcopal Church of Bradenton, Inc., a not-for-profit corporation.

Likewise enclosed, pursuant to Florida Statute 607.0122(10), please find my check in the sum of \$35.00 to accomplish recording this amendment.

You will note that the resolution of the vestry (board of directors) also appears upon the same writing.

I trust that a copy of the amendment duly noted will be returned to me as Parish Chancellor in order that I may make it a part of the permanent records of the church.

In the event you have any questions, please feel free to call me.

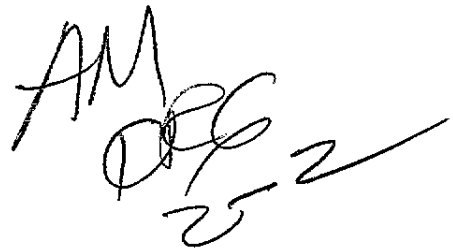
Yours very truly,



H. Hamilton Rice, Jr.

HHR:kms
Enclosure

cc: Dennis Kezar, Rector
Dan Zoller, Senior Warden



S#110787.1

Resolution of the Vestry Proposing to the Members an
Amendment to the Articles of Incorporation
of
✓ Christ Episcopal Church of Bradenton, Inc.



For the purpose of amending the charter and announcing a subsequent change to the bylaws to provide for the filling of vacancies upon the vestry occurring during the year.

A RESOLUTION

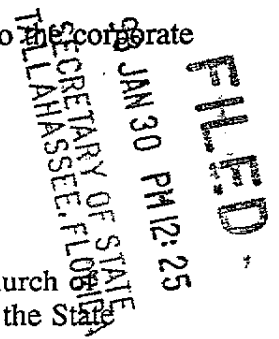
BE IT RESOLVED, that the vestry of Christ Episcopal Church of Bradenton, Inc. meeting in regular session 13th day of November, 1997, authorize the rector and wardens to proceed with the necessary actions to amend the corporate articles of the corporation to provide in Article VI thereof, that the vestry shall have the power to fill all vacancies which may occur in its body during the year.

We understand that the change provided to the articles will permit the vestry to name a qualified member to the vestry to fill the complete unexpired term at the end of which such vestryman has been appointed will be eligible for reelection according to the terms of the articles.

We further understand that this is necessary to eliminate confusion that arises as a result of the present language of the articles and bylaws which greatly limit the term of the vestryman selected to fill an unexpired term and further, to promote the selection of the best qualified person to fill unexpired term.

NOW, THEREFORE, the vestry proposes the following amendment to the corporate articles as follows:

Amendment of Corporate Articles of
Christ Episcopal Church of Bradenton, Inc.,
a non-profit corporation.



Amendment of articles of incorporation of Christ Episcopal Church of Bradenton, Inc., a non-profit corporation organized under the laws of the State of Florida;

1. The corporation was organized on December 1, 1948 and January 27, 1980.
2. The corporation, on the proposal of its vestry by resolution duly adopted setting forth the proposed amendment and directing that the resolution be submitted to a vote of members entitled to vote in respect thereof at a

designated meeting of members, and on its adoption as provided by law, and the bond submittal and approval by the ecclesiastical authority and diocese and council, does hereby, by its rector, senior warden, junior warden, and secretary, execute and acknowledge the following:

Formal Resolution of Amendment

WHEREAS, the members of the corporation desire to amend the Articles of Incorporation in order to amend Article VI thereof.

NOW, THEREFORE, be it resolved that Articles of Incorporation be and they hereby are amended so that Article VI shall state as follows:

The Officers by whom all the affairs of the corporation are to be managed shall be the Priest in charge and a body of laity composed of no fewer than five (5) members who shall be communicants of this corporation and qualified voters thereof. The corporation now has the status of a Parish under the canons aforesaid and the Priest in charge shall be the Rector and the body of laity shall be called the Vestry.

The Rector shall be elected by the Vestry subject to the approval of the Bishop of the Diocese of Southwest Florida. The Rector shall continue in office until a vacancy shall be created by resignation or death or removal, according to the canons aforesaid, and shall, when present, preside with the right to vote at all Mission or Parish meetings and at all Vestry Committee or Vestry Meetings, except when the Bishop by the said canons shall have the right to preside at a Vestry Committee or Vestry meeting. The other duties and privileges of the Rector are those prescribed by said canons.

The members of the Vestry shall be chosen by ballot at an annual election of the members of the corporation which shall be within ninety (90) days prior to January 31 in each calendar year and in such elections a majority of votes shall be necessary to decide the choice. The Vestry shall have power to fill all vacancies which may occur in its body during the year. Of the persons chosen as members of the Vestry, one shall annually be appointed Senior Warden by the Rector and one shall annually be elected by the Vestry as Junior Warden. The Vestry shall also elect annually a Secretary and a Treasurer who need not but may be members of the Vestry. the offices of Secretary and Treasurer may be held by the same person. The term of office of members of the Vestry may be more than one (1) year; provided, however, that the term of office of one (1) or more members of the Vestry shall expire each year.

Meetings of the Vestry shall be held annually within ninety (90) days prior to January 31 of each year to receive the reports of officers and committees, to pass on the same, and to turn over the affairs of the corporation to the newly appointed or elected Vestry. Other meetings may be provided for at regular times or be called by the Rector, or in his absence by the Senior Warden, or at the request of two (2) members of the Vestry, and the Bishop of the Diocese may, at his discretion call a meeting of the Vestry and preside at such meeting. The other privileges and duties of the Vestry, the Wardens, the Secretary, and the Treasurer, shall be such as provided in the canons of the said Church in the United States of America and in the Diocese of Southwest Florida.

Ratification

The above Amendment has been adopted to a majority of the members of the Parish entitled to vote who were present at a regular meeting held on the 18th day of January, 1998 in the Church, as required by the laws of the State of Florida and of the Articles of Incorporation of Christ Episcopal Church of Bradenton, Inc. and submitted to and approved by the Ecclesiastical Authority and the Diocesan Council. ✓

EXECUTED by the undersigned as the act and deed of the corporation at Bradenton, Manatee County, Florida on the 18th day of January, 1998. ✓

WITNESSES:

Priscilla Heim

Louise W. Baker

CHRIST EPISCOPAL CHURCH
OF BRADENTON, INC.

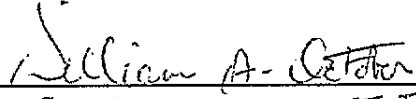
By: Dennis R. Foy
Rector

By: Dan C. Zoller
Senior Warden

By: Don Brisson
Junior Warden

By: Sullivan A. Carter
Secretary

IT IS HEREBY CERTIFIED that this Resolution Proposal and change of the Articles of Incorporation was duly adopted at a meeting of the vestry with a quorum present and voting on the 13th day of November, 1997.



Secretary
William A. October