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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Charis Center, Inc

DOCUMENT NUMBER: unknown

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Glen Denlinger, CEO
(Name of Contact Person)

Charis Center, Inc
(Firm/ Company)

4041 Bahia Vista St
(Address)

SARASOTA, Florida 34232
(City/ State and Zip Code)

For further information concerning this matter, please call:

Glen Denlinger at (941) 378-1549
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

Charis Center, Inc

(Name of corporation as currently filed with the Florida Dept. of State)

(Document number of corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

N/A

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

- ① Article IV, Section 7A will say "whose beliefs are consistent with the Christian faith"
- ② Article V, Section 1, 2nd paragraph will be omitted
- ③ Article V, Section 2 will say "The membership of the Board of Directors shall consist of not less than five persons"
- ④ Article V, Section 5 and #1 will say "The Board of Overseers of Bahia Vista Mennonite Church (BVMC) shall appoint 3 directors to serve"
- ⑤ Article VI, will be renamed to list Current Board of Directors instead of Initial Board of directors.
- ⑥ Article XII, will name its registered agent as Glen Denlinger on the CEO position with address (Glen is familiar with associated responsibility.
(Attach additional pages if necessary)
(continued)
- ⑦ Articles -throughout where term-Member will say Director instead.

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Charis Center, Inc.
Amendments to the Articles of Incorporation
Adopted at a meeting of the Board
December 8th, 2005

WHEREAS, the Board of Directors of Charis Center, Inc. determined that it is in the best interests of the organization to replace the Articles of Incorporation with the following changes; Article V, Section 1 will omit the requirement for re-organization of the Board on the first meeting of the year, and Article V, Section 5 and #1 will delete the option for Bahia Vista Mennonite Church from transferring director appointments to Southeast Mennonite Conference, and Article XI will list the current Board of Directors instead of the initial Board of Directors, and Article XII will list Glen Denlinger or the Chief Executive Officer as the registered agent ; and,

WHEREAS, the current By-Laws can contain the details deleted from the Articles of Incorporation and so will now be added instead to the By-Laws;

THEREFORE, be it resolved by the Board of Directors of Charis Center, a Florida not-for-profit corporation, the following changes to Article V, Section 1, 2, and 5, and Article XI and Article XII to the Articles of Incorporation:

- Article IV, Section 7a, will say "whose beliefs are consistent with the Christian Faith"
- Article V, Section 1, 2nd paragraph will be omitted
- Article V, Section 2, will say, "*The membership of the Board of Directors shall consist of not less than five persons*".
- Article V, Section 5, and #1 will now say, "*The Board of Overseers of Bahia Vista Mennonite Church (BVMC) shall appoint three (3) directors to serve.*"
- Article VI, will be renamed to list the current Board of Directors instead of the Initial Board of Directors, and the current Board of Directors will be listed.
- Article XII, will say, "*The name of its registered agent shall be Glen Denlinger or the position of Chief Executive Officer of Charis Center, Inc. at the address of 4041 Bahia Vista Street, Sarasota, Florida 34232*".
- And throughout Articles of Incorporation document, the term "Member" will say "Director" instead

Adopted by action of the Board of Directors on this 8th day of December, 2005.


Secretary of Charis Center Board of Directors


Chairman

Articles of Amendment
to
Articles of Incorporation

Pursuant to the provision of Chapter 617, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation. The Articles of Incorporation shall be replaced with the following articles:

Article I

Corporate Name

The name of this corporation shall be the Charis Center, Inc. located at 4041 Bahia Vista Street, Sarasota, Fl 34232.

Article II

Corporate Nature

This is a nonprofit corporation, organized solely for religious, charitable, and educational purposes pursuant to the Florida Corporations Not-for-profit law set forth in Section 617 of the Florida Statutes.

Article III

Duration

The term of existence of the corporation is perpetual.

Article IV

Purposes

The purposes of this new corporation are to:

- a) Develop, purchase and make available Christian-centered educational material on family life and mental health; teach and promote classes and seminars on these same topics.
- b) Provide Christian centered professional counseling/therapy services to individuals, couples, groups and families from the local community and nearby communities.

Article V

Management of Corporate Affairs

Section 1: Board of Directors:

- a) The Board of Directors shall have the rights and duties of directors as set forth in Chapter 617, Florida Statutes. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors.

Section 2: Board of Directors

- a) The membership of the Board of Directors shall consist of not less than five persons.

Section 3: Term

- a) The term shall be determined as per the Bylaws

Articles of Amendment
to
Articles of Incorporation

Section 4: Removal

- a) A Director member may be removed with or without cause by action of the Board of Directors.

Section 5: Appointment

- 1) The Board of Overseers of Bahia Vista Mennonite Church (BVMC) shall appoint three (3) directors to serve.
- 2) The Executive Committee of Southeast Mennonite Conference shall appoint two (2) directors to serve.
- 3) The Board of Directors may appoint up to four (4) directors to serve.

Section 6: Voting

- a) Each director shall have one vote
- b) A majority of the membership of the Board of Directors shall constitute a quorum
- c) Consensus shall be sought in all matters of business; however, a majority of votes cast shall determine any matter

Section 7: Qualifications

Members of the Board of Directors shall have the following qualifications:

- a) Membership in a congregation or fellowship whose beliefs are consistent with the Christian Faith
- b) A commitment to Christ, the church, healthy family processes, growth in relationships and sound mental health
- c) A college education or professional training or experience beyond a high school diploma or its equivalent, and
- d) A commitment to participate by attending board meetings and agreement to notify the office if attendance is not possible

Article VI
Current Board of Directors

Name of Director

Addresses

Naomi Schlabach

PO Box 7675
Sarasota, FL 34278

Barbara Kiracofe

4341 Dresden Lane
Sarasota, FL 34233

Rev. Jan Henry-Rinehart

700 E. Dearborn
Englewood, FL 34223

Dale Beachey

4929 Old Creek Drive
Sarasota, FL 34233

Dale Stoll

1841 Sandelwood Drive
Sarasota, FL 34231

Articles of Amendment
to
Articles of Incorporation

Continued Current Board of Directors continued

Name of Director	Addresses
Doris Diener	1548 Springwood Drive Sarasota, Fl 34232
Susi Jacocks	3656 Beneva Oaks Blvd Sarasota, Fl 34238
Dennis Reid	7045 N. Tamiami Trail Sarasota, Fl 33243

Article VII
Earnings and Activities of Corporation

Section 1: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers or other private persons, except that 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 set forth in Article IV hereof.

Section 2: No substantial part of the activities of the corporation shall be the 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 any candidate for public office.

Section 3: 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 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 Section 170 (c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Section 4: Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation,

Articles of Amendment
to
Articles of Incorporation

Article VIII
Distribution of Assets

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

Article IX
Membership

Membership of the Board of Directors constitute the corporation membership

Article X
Amendment of By-Laws

Subject to the limitations contained in the by-Laws, and any limitations set forth in the Corporations Not-for-profit Law of the State of Florida, concerning corporate action that must be authorized or approve by the directors of the corporation, by-Laws may be adopted, either by resolution of the Board of Directors, or by following the procedure set forth thereof in the by-Laws.

Article XI
Dedication of Assets

The property of this corporation is irrevocably dedicated to religious, educational, charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.


Article XII
Registered Agent and Office

The name of its registered agent shall be Glen Denlinger or the position of Chief Executive Officer of Charis Center, Inc. at the address of 4041 Bahia Vista Street, Sarasota, Florida 34232.

Article XIII
Amendment of Articles

Amendments to these Articles of Incorporation may be proposed by a resolution by the Board of Directors and presented to a quorum of members for their vote in the manner set forth by the By-Laws of this corporation.

Articles of Amendment
to
Articles of Incorporation



We, the undersigned, being the Subscribers and Incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 8th day of December, 2005.

Janice Henry-Rinehart
Printed Name
Janice Henry-Rinehart
Signature
Secretary of Board of Directors
700 E. Dearborn Street
Englewood, FL 34223

Naomi Schlabach
Printed Name
Naomi Schlabach
Signature
Chairperson of Board of Directors
PO Box 7875
Sarasota, FL 34278

Witnessed by:

Glen M. Dentinger
Printed Name
Glen M. Dentinger
Signature
Chief Executive Officer
Charis Center, Inc
4041 Bahia Vista Street
Sarasota, FL 34232

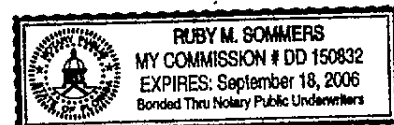
Willard Schlabach
Printed Name
Willard Schlabach
Signature

State of Florida
County of Sarasota

Affirmed before me this day personally appeared before me, an officer duly qualified to administer oaths and take acknowledgements, persons described in and who executed the foregoing, and acknowledged before me that they executed the same.

Dated this 13 day of March, 2006

Ruby Sommers
Notary Public
My commission Expires:



The date of adoption of the amendment(s) was: 08 DEC 2005

Effective date if applicable: 13 MAR 2006 ^{18 3/13/06 N/A} ~~08 DEC 2005~~
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature

N. Schlach

(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Naomi Schlach

(Typed or printed name of person signing)

Chairperson of Board of Directors

(Title of person signing)

FILING FEE: \$35