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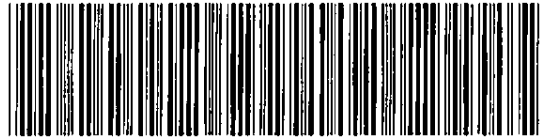
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SECRETARY OF STATE
TALLAHASSEE, FL

S. ROBERTS

MAR 12 2025

**William R Martin
11 Victorian Drive
Wilmington, OH 45177
(Secretary of Continuing Care, Inc. – All Friends Fellowship, Inc.)**

937-725-6585 WmRMartin@gmail.com

January 25, 2025

Amendment Section
Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

To Whom It May Concern:

I, William R Martin, Secretary of the Board of Continuing Care, Inc., hereby certify and affirm that at a formally called meeting of the Board of Elders held on January 22, 2025, the Board of Elders (Trustees), approved changing the name of Continuing Care, Inc. to All Friends Fellowship, Inc. and a few minor changes in the wording of the Articles of Incorporation. We have consistently been recognized by Florida and the United States Internal Revenue Service as a 501-c-3 church (actually a Friends Meeting as Quakers call their place of Worship a Meeting House) affiliated with the Religious Society of Friends (also known as Quakers).

Originally, Continuing Care, Inc. also developed a large Continuing Care community in Venice, FL, but the provision in the Articles for that purpose has been removed as the All Friends Fellowship, Inc. has no intention of developing another such facility.

Attached as Exhibit 2, is a letter from the IRS when we last changed our Articles of Incorporation in 2010 which showed that Continuing Care, Inc. was aka Venice Friends Fellowship.

I have enclosed my check in the amount of \$43.75 for the filing fee of \$35.00, plus \$8.75 for a certified copy.

Please return all correspondence concerning this matter to William R Martin, Secretary, All Friends Fellowship, Inc. (formerly Continuing Care, Inc.), 11 Victorian Drive, Wilmington, OH 45177. I can be reached by telephone at 937-725-6585.

All other information is as filed on the Annual Statement for Continuing Care, Inc. Once these Articles have been filed, we will file our annual Statement under the new name. The registered agent remains the same.



William R Martin, Secretary (of Continuing Care, Inc – and will remain the Secretary of All Friends Fellowship, Inc.

Enclosures: (1) Amended Articles of Incorporation of Continuing Care, Inc to its new name of All Friends Fellowship, Inc, (2) copy of previous letter from the Internal Revenue Service (3) check in the amount of \$43.75.

Amended and Restated

**ARTICLES OF INCORPORATION OF
ALL FRIENDS FELLOWSHIP, INC.**

We, the Board of Elders, have duly amended and restated the Articles of Incorporation: All Friends Fellowship, Inc. (formerly Continuing Care, Inc). a not-for-profit corporation for religious and charitable purposes, as authorized by Chapter 617, Florida Statutes, do hereby certify as follows:

ARTICLE I – NAME

The name of the corporation is **ALL FRIENDS FELLOWSHIP, INC.**

ARTICLE II - PURPOSES OF THE CORPORATION

The purposes for which this corporation is formed are exclusively religious, benevolent, educational, and charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code of the United States of America, and the business and the objects to be carried on and promoted by it, are as follows:

A: To foster and encourage spiritual life and to bring the human spirit into intimate relation with the Divine Spirit, to provide definite, organized opportunities for the development of spiritual values and for the renewal of our strength in accordance with the generally accepted faith and practice of Christians as understood by the Religious Society of Friends, and to promote respect for creation.

B: To provide for families, young people, the elderly, and other persons, including handicapped persons and families.

C: To acquire by gift or purchase, hold, sell, convey, assign, mortgage, or lease any property, real or personal, necessary or incident to the provision of housing and related facilities and services. To borrow money and issue evidence of indebtedness to further any or all of its business objects; and to secure loans by mortgage, pledge, deed or trust, or other lien.

D: To engage in any kind of activity and to enter into, perform, and carry out contracts of any kind, necessary or in connection with, or incidental to, the accomplishment of any one or more of the non-profit purposes of the corporation.

E: To conduct educational or scientific research on a non-profit basis to cooperate with foundations, educational institutions, and research centers to promote the same, with the aim of increasing public knowledge or enhancing life in our society.

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F: To provide any of the above services or support to any Christian organization whose purposes are not otherwise inconsistent with this charter (Articles of Incorporation)

ARTICLE III – MEMBERSHIP

Successors members and other persons who are interested in the purposes of the corporation and who are qualified in carrying out its purposes may be elected as members of the corporation by a vote of the Board of Elders with the concurrence of the members of the Corporation in the manner, at the times and for the terms as provided in the Bylaws.

ARTICLE IV - TERM OF EXISTENCE

The term of existence of this corporation shall be perpetual.

ARTICLE V – OFFICERS OF THE CORPORATION

The affairs of the corporation shall be managed by the Board of Elders to consist of the number of persons and to be elected in the manner as more particularly set forth in the By-laws of the Corporation. The officers of the corporation shall be a Chairperson, one or more Vice-Chairpersons, as provided in the By-Laws, a Secretary, and a Treasurer, all of whom shall be elected by the Board of Elders from among the members of the Board of Elders at the times and in a manner as provided in the By-Laws. All officers shall hold such terms as provided in the By-Laws.

As All Friends Fellowship may be engaged in activities not exclusively related to the Religious Society of Friends, persons not formally members of the Religious Society of Friends may be Board members so long as at least 20%, and not less than two, are faithful signatories to the Faith and Practice of All Friends Fellowship.

ARTICLE VI - NAMES OF CURRENT OFFICERS

The names of the current officers of the corporation are:

Chair: Ginger Fennell (65 Ide Perrin Road 401, Woodstock CT 06281), Vice Chair (Vacant), Secretary, William R Martin (11 Victorian Drive, Wilmington, OH), Treasurer, David Vogel (218 Noth Franklin Street, Ladoga, IN 47954). The Board of Elders shall consist of not more than fifteen (15) persons nor less than three (3) persons.

ARTICLE VII – BY-LAWS

The By-Laws of the Corporation are to be adopted, amended or rescinded by the Board of Elders, provided that such Bylaws and amendments thereto shall not conflict with the provisions of these Articles of Incorporation or of any Statutory or regulatory provisions dealing with charitable or religious organizations including those organized under section 501-c-3 of the Internal Revenue Code –Bylaws shall consist of those policies of Christian belief and of organizational procedures which the Board of Elders may adopt.

ARTICLE VIII – DISSOLUTION

This corporation may be dissolved or liquidated by vote of the Board of Elders.

ARTICLE IX - MISCELLANEOUS

For the carrying out of its corporate purposes, the corporation shall have the right to accept contributions, including bequests and devises, of money or other property from non-members of the corporation, as well as from members.

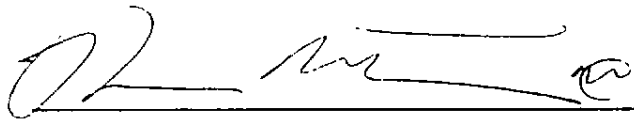
No substantial part of the corporation's activities shall consist of promulgating propaganda or otherwise attempting to influence legislation. The corporation shall not participate in, or intervene in any political campaign on behalf of any candidate for public office, or publish or distribute any statements with respect to any such campaign, nor shall the corporation engage in any transactions described in the Internal Revenue Code as "prohibited transactions" which would disqualify the corporation as an "exempt corporation" within the meaning of said Internal Revenue Code.

B. The corporation is irrevocably dedicated to, and operated exclusively for, non-profit purposes, and no part of the income or assets of the corporation shall be distributed to, nor inure to, the benefit of any member, director, elder, officer or employee of the corporation, contributor or private individual. In the event of dissolution of the corporation, the assets shall be distributed to non-profit or charitable corporations or institutions which have qualified for exemption under Section 501 © (3) of the Internal Revenue Code as selected and approved by the Board of Directors and the members of the corporation to be used for purposes similar to those of this corporation, and no part of such assets shall inure to the benefit of any member, director, **elder**, officer or employee of this corporation, contributor or private individual.

ARTICLE X - REGISTERED OFFICE AND REGISTERED AGENT

The registered agent's name and address are Mark Boyd, 40 Birch Ave., Shalimar, FL 32579.

IN WITNESS WHEREOF, The undersigned have hereunto set his hand and seals to this amended and restated Articles of Incorporation on this 22nd day of January 2025 as directed by the Board of Elders.

A handwritten signature in black ink, appearing to read 'William R. Martin', is written over a horizontal line.

William R. Martin, Secretary

(For the original incorporators, see the Articles of Incorporation of Continuing Care, Inc)