

**MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU**

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AUG 01 2016

Name

Communities In Schools of Mancelona

Address

205 Grove Street

City

State

ZIP Code

Mancelona MI 49659

FILED

AUG 10 2016

BY ADMINISTRATOR
CORPORATIONS DIVISION

EFFECTIVE DATE:

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CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION

For use by Domestic Profit and Nonprofit Corporations

(Please read information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972, (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate:

1. The present name of the corporation is:

Communities In Schools of Mancelona

2. The identification number assigned by the Bureau is:

70585V

3. Article I & II of the Articles of Incorporation is hereby amended to read as follows:

Article I: The name of the corporation is: Communities In Schools of Northwest Michigan (hereafter referred to as the "Corporation").

Article II: (See Attached)

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Article II:

The purpose or purposes for which the Corporation is organized are:

The nature of the activities to be conducted and the purposes to be promoted or carried out by the Corporation shall be exclusively charitable, scientific, and educational within the meaning of Section 501(c)3 of the Internal Revenue Code of 1986, as amended ("IRC" or the "Code"), and for such purposes the Corporation may engage in any lawful act or activity for which a Corporation may be organized under the Nonprofit Corporation Act of the State of Michigan, Act 162 of the Public Acts of 1982 (the "Act") in furtherance of the following:

The Corporation will be dedicated to coordinating human services and delivering them to at-risk youth in the the following Michigan Counties: Antrim, Kalkaska, Grand Traverse, Leelanau, Benzie, Charlevoix, and Emmet and to their families through the supportive environment of the public schools or non-traditional education sites. The Corporation will endeavor to enable said youth and their families to have access to a broad range of needed social and educational services by establishing a coordinated delivery system of community (community defined as local area, extended local area, and region) resources within an educational setting. The objective of the Corporation will be to reduce the number of school dropouts in Antrim, Kalkaska, Grand Traverse, Leelanau, Benzie, Charlevoix, and Emmet Counties in Michigan.

The Corporation shall do all other things and exercise all corporate powers necessary to carry out the Corporation's purposes, with all the powers conferred upon it by the provisions of the Michigan Nonprofit Corporation Act, as amended (the "Act"), subject to these Articles, the Bylaws of the Corporation and applicable law; provided, however, that all such activities shall be in furtherance of the Corporation's exempt purposes as defined by Section 501(c)(3) of the Code and the regulations promulgated thereunder.

The Corporation, including all activities incident to its purpose, shall at all times be conducted so as to be an organization described in Section 501(c)(3) of the Code, or the corresponding section of any future federal tax code. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on by: (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Code; (b) a corporation, contributions to which are deductible under Section 170(c)(2), Section 2055(a)(2) or Section 2522(a)(2) of the Code; or (c) a nonprofit corporation organized under the laws of the State of Michigan pursuant to the provisions of the Act.

6. Nonprofit corporation only: Member, shareholder, or board approval

The foregoing amendment to the Articles of Incorporation was duly adopted on the 21 day of July, 2016 by the (check one of the following)

Member or shareholder approval for nonprofit corporations organized on a membership or share basis

- members or shareholders at a meeting in accordance with Section 611(3) of the Act.
- written consent of the members, shareholders, or their proxies having not less than the minimum number of votes required by statute in accordance with Section 407(1) and (2) of the Act. Written notice to members or shareholders who have not consented in writing has been given. (Note: Written consent by less than all of the members, shareholders, or their proxies is permitted only if such provision appears in the Articles of Incorporation.)
- written consent of all the members, shareholders, or their proxies entitled to vote in accordance with Section 407(3) of the Act.

Directors (Only if the Articles state that the corporation is organized on a directorship basis)

- directors at a meeting in accordance with Section 611(3) of the Act.
- written consent of all directors pursuant to Section 525 of the Act.

Nonprofit Corporations

Signed this 26 day of July, 2016

By Deborah Knudstrup
(Signature of an officer)

Deborah Knudstrup, Board Chairperson
(Type or Print Name) (Type or Print Title)