DOC ID ----> 201029200584

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
10/20/2010	201029200584	DOMESTIC ARTICLES/NON-PROFIT (ARN)	125.00	.00		.00	.00

Receipt

This is not a bill. Please do not remit payment.

EDEN CENTER INC.
10 BURNS AVENUE
WYOMING, OH 45215

STATE OF OHIO

CERTIFICATE

Ohio Secretary of State, Jennifer Brunner

1970535

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

EDEN CENTER INC

and, that said business records show the filing and recording of:

Document(s)	Document No(s):
DOMESTIC ARTICLES/NON-PROFIT	**201029200584**

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 15th day of October, A.D. 2010.

Ohio Secretary of State

DOC ID ----> 201029200584

Prescribed by:

Ohio Secretary of State
Central Ohio: (614) 466-3910
Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.sos.state.oh.us
e-mail: busserv@sos.state.oh.us

Expedite this Form: (Select One)	
Mail Form to one of the Following:	
○ Yes	PO Box 1390 Columbus, OH 43216 *** Requires an additional fee of $100 ***
◉ No	PO Box 670 Columbus, OH 43216

INITIAL ARTICLES OF INCORPORATION

(For Domestic Profit or Nonprofit)
Filing Fee $125.00

RECEIVED
OCT 04 2010
SECRETARY OF STATE

THE UNDERSIGNED HEREBY STATES THE FOLLOWING:

(CHECK ONLY ONE (1) BOX)

(1) ☐ Articles of Incorporation Profit (113-ARF) ORC 1701	(2) ☑ Articles of Incorporation Nonprofit (114-ARN) ORC 1702	(3) ☐ Articles of Incorporation Professional (170-ARP) Profession _____ ORC 1785

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OCT 15 2010
SECRETARY OF STATE

Complete the general information in this section for the box checked above.

FIRST: Name of Corporation Eden Center Inc

SECOND: Location Cincinnati *(City)* Hamilton *(County)*

Effective Date **(Optional)** _____ *(mm/dd/yyyy)* ***Date specified can be no more than 90 days after date of filing. If a date is specified, the date must be a date on or after the date of filing.***

☑ ***Check here if additional provisions are attached***

Complete the information in this section if box (2) or (3) is checked. Completing this section is optional if box (1) is checked.

THIRD: Purpose for which corporation is formed

The Eden Center Inc is formed to establish peer-to-peer volunteer pastoral counseling centers for men, women, and couples to promote healthy life styles, emotional integrity, spiritual, physical, emotional and mental healing, and to support the pastoral ministry of local churches of all denominations and non-denominations.

Complete the information in this section if box (1) or (3) is checked.

FOURTH: The number of shares which the corporation is authorized to have outstanding (Please state if shares are common or preferred and their par value if any) _____ *(No. of Shares)* _____ *(Type)* _____ *(Par Value)*

(Refer to instructions if needed)

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Completing the information in this section is optional

FIFTH: The following are the names and addresses of the individuals who are to serve as initial Directors.

Cinny Roy
(Name)
8168 Starting Gate Lane
(Street) ***NOTE: P.O. Box Addresses are NOT acceptable.***

Cincinnati *(City)* OH *(State)* 45249 *(Zip Code)*

Donald Reed
(Name)
34 West 11th St
(Street) ***NOTE: P.O. Box Addresses are NOT acceptable.***

Newport *(City)* KY *(State)* 41071 *(Zip Code)*

Wayne P Fox
(Name)
10 Burns Ave
(Street) ***NOTE: P.O. Box Addresses are NOT acceptable.***

Wyoming *(City)* OH *(State)* 45215 I *(Zip Code)*

REQUIRED
Must be authenticated **(signed)** by an authorized representative
(See Instructions)

Cinny Roy
Authorized Representative
09/09/2010
Date
Cinny Roy
(print name)
8168 Starting Gate Lane
Cincinnati, OH 45249

Donald R Reed
Authorized Representative
09/09/2010
Date
Donald R Reed
(print name)
34 West 11th St
Newport, KY 41071

Wayne P Fox
Authorized Representative
09/09/2010
Date
Wayne P Fox
(print name)
10 Burns Ave
Wyoming, OH 45215

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Complete the information in this section if box (1) (2) or (3) is checked.

ORIGINAL APPOINTMENT OF STATUTORY AGENT

The undersigned, being at least a majority of the incorporators of Eden Center Inc hereby appoint the following to be statutory agent upon whom any process, notice or demand required or permitted by statute to be served upon the corporation may be served. The complete address of the agent is

Cinny Roy
(Name)
8168 Starting Gate Lane
(Street) ***NOTE: P.O. Box Addresses are NOT acceptable.***
Cincinnati ,**Ohio** 45249
(City) *(Zip Code)*

Must be authenticated by an authorized representative	Cinny Roy Authorized Representative	09/09/2010 Date
	Authorized Representative	09/09/2010 Date
	Authorized Representative	09/09/2010 Date

ACCEPTANCE OF APPOINTMENT

The Undersigned, Cinny Roy , named herein as the

Statutory agent for, Eden Center Inc
, hereby acknowledges and accepts the appointment of statutory agent for said entity.

Signature: Cinny Roy
(Statutory Agent)

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1) The organization is organized exclusively for charitable, religious, educational, and scientific purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Eden Center and all of its subsidiaries are organized under these exclusive conditions and will only fulfill charitable, educational, religious or scientific purposes allowable under section 501(C)(3) of the Internal Revenue Code.

2) Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

3) The organization will establish other organizations under the laws of Ohio or any other state to which it chooses to set up an operation in like kind for the purpose of counseling both men and women in cooperation with local Christian churches. These organizations will be established as separate entities although owned wholly by the Eden Center Inc. or as disregarded entities of the Eden Center Inc..

4) The Eden Center Inc. is an autonomous organization not affiliated or directed by any other organization, corporation or religious body. It is a standalone entity established to assist established Christian Churches and those to be established. It is not affiliated with any particular denomination but is available to assist all Christian churches regardless of affiliation or non-affiliation.

5) The Eden Center will operate under a set of By-Laws established by its board of directors for the purpose of establishing the rules and regulations for which the organization was formed and will operate. It will also operate under a statement of faith which will not favor nor endorse any particular churches "private" doctrinal interpretation of the Bible but will defer directly to the Holy Scriptures for all its points of faith allowing the Scriptures to speak for themselves.

6) The sole purpose of the Eden Center is to coordinate the areas where the efforts of the Adam and Eve Centers would lend to duplication. These entities will operate autonomously in regard to day to day operations but will share in areas such as fund raising, grant applications, advertisement and any other parts of functionality that would be duplicated should they operate without affiliation. Each entity established to administer the counseling will have their own operational procedures and their own tax ID # for the purpose of having their own bank accounts and the accountability of operational cost.

7) The Eden Center will give over site to any entities established under it as to adherence to the original purpose and mission statement of the organization and will act as the steering organism for the entities.

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8) The Eden Center Inc may from time to time find it necessary or appropriate to bring other previously organized entities under its operational umbrella in order to strengthen its operational abilities and to reach a broader base of potential clients and counselors. Any of these organizations will have to meet the same tax exempt purpose and statement of faith as the Eden Center Inc has established. Any such organizations will be organizations established solely for the purpose of charitable, religious, scientific, or educational purposes and will not be for profit organizations.

9) All intellectual property produced by the Eden Center Inc. will be the property of the Eden Center Inc and will not be used by the Center for for-profit ventures but may be used for the purpose of fund raising in order to fund the operation of the organization. The intellectual properties created or written within the organization by its teachers, organizers, officers, incorporators or any other persons within the organization will be the property of that person so long as it is their creation and not the creation of the organization as a whole. The organization will take no responsibility for the rights to or use of that property.

10) The board of the Eden Center Inc will always consist of representation from each of the entities established under it for the purpose of a balance of power within the organization. It may also contain members who are outside of the day to day operation of the subordinate entities but who have a community value, operational value, or intellectual value that will enhance the ability of the Eden Center or any of its affiliates to more effectively achieve its purpose to aid the community through pastoral based Biblical peer-to-peer counseling.

11) Should any entity established under the Eden Center Inc chose to become non-affiliated then that entity will be able to do so but will not have the protection of any of the Eden Center's coverages, Tax Exempt status, or use of properties without express written consent of the Board of Directors. Eden Center Inc. retains the right to disenfranchise any entity that refuses to remain under the guidelines established, by-laws or operational practices of the Eden Center.

Prescribed by:
The Ohio Secretary of State
Central Ohio: (614) 466-3910
Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.sos.state.oh.us
e-mail: busserv@sos.state.oh.us

CONSENT FOR USE OF SIMILAR NAME

(For Domestic / Foreign, Profit or Nonprofit)
Must Be Accompanied By Another Form

RECEIVED
OCT 15 2010
SECRETARY OF STATE

THE UNDERSIGNED DESIRING TO FILE A:

(CHECK ONLY ONE (1) BOX) **This filing does not extend the registration period**

☐ Where consenting entity is a corporation (147-CSC)	Where consenting entity is a registrant of ☐ Trade Name ☐ Service Mark ☐ Trade Mark (149-CSN)	Where consenting entity is a ☒ Limited Liability Company ☐ Limited Partnership ☐ Partnership Having Limited Liability (148-CSL)

☐ ***Check here if additional provisions are attached***

Charter or Registration No. of Entity Giving Consent 1903425

Name of Entity Giving Consent Eden Center, LLC

Gives Its Consent To Eden Center Inc

To Use The Name Eden Center Inc.

REQUIRED
Must be authenticated **(signed)** by an authorized representative

Cinny Roy — Authorized Representative — Date 10/13/10

Wayne P. Fox — Authorized Representative — Date 10/13/2010

If the consenting party is a partnership, all general partners must sign. If only one partner is authorized to sign, a copy of the resolution authorizing the signature must be included.