

**STATE OF ALABAMA  
THE ARTICLES OF INCORPORATION  
OF  
WAYNE DAVIS MINISTRIES, INC.  
A NON-PROFIT CORPORATION**

Pursuant to the provisions of the Alabama Non-Profit Corporation Act, the undersigned hereby adopts the following articles of Incorporation.

**Article I**

The name of the Non-Profit Corporation is Wayne Davis Ministries, Inc., hereafter referred to as the "Corporation."

**Article II**

The duration of this Corporation is perpetual.

**Article III**

The purposes for which the Corporation is organized are exclusively for charitable, religious, and educational purposes, including, but not limited to the following pursuits:

1. To conduct teaching ministries in the State of Alabama and elsewhere, and to generally promote and spread the Gospel of Jesus Christ wherever, in whatever manner and through whatever medium may seem appropriate to the Board of Directors.
2. Any purpose incidental to the purposes of holding, conducting, and sponsoring religious worship and religious teaching; i.e., evangelistic or teaching crusades, owning or operating radio and television stations and programs, publishing written materials such as newsletters, magazines and books, and anything else that would become necessary to promulgate the gospel in an effective and efficient manner.
3. The making of distributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954, or the corresponding provisions of any future United States Internal Revenue Code, to aid them in the spread of the gospel to all peoples by every possible effective means.

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#### Article IV

The Corporation shall have no members.

#### Article V

The address of the initial registered office of the Corporation is 945 Riverchase Parkway West in Birmingham Alabama, 35244 and the name of the initial registered agent at such address is Dayton Wayne Davis.

#### Article VI

The Board of Directors of the Corporation shall consist of not less than three (3) persons. The names and addresses of the Directors constituting the initial Board of Directors of the Corporations are three (3) and are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Dayton Wayne Davis	945 Riverchase Parkway West Birmingham, Alabama 35244
Theresa Jo Davis	945 Riverchase Parkway West Birmingham, Alabama 35244
Michael R. Billings	8738 Potomac Court Tuscaloosa, Alabama 35405

#### Article VII

The Incorporator for the Corporation is Dayton Wayne Davis of 945 Riverchase Parkway West, Birmingham, Alabama 35244.

#### Article VIII

No part of the net earning of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 hereof.

No substantial part of the activities of the Corporation shall be in the carrying on of propaganda for, or otherwise attempting of influence towards legislation, and the Corporation shall not participate in, or intervene by any means on behalf of (including the

publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities nor be permitted to be carried on by (a) 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 Revenue Law) or (b) 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).

## Article IX

In the event of an election to dissolve the Corporation, the assets thereof, in the process of dissolution, shall be applied and distributed as follows:

1. All liabilities and obligation of the Corporation shall be paid, satisfied, and discharged, or adequate provision shall be made therefor;
2. In the even of dissolution, the residual assets of the organization will be turned over to one or more organizations described in sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954, or corresponding sections of any prior or future Internal Revenue Code. Any such assets not so disposed of shall be disposed of by the County Court or the court of appropriate jurisdiction of the county in which the principle office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

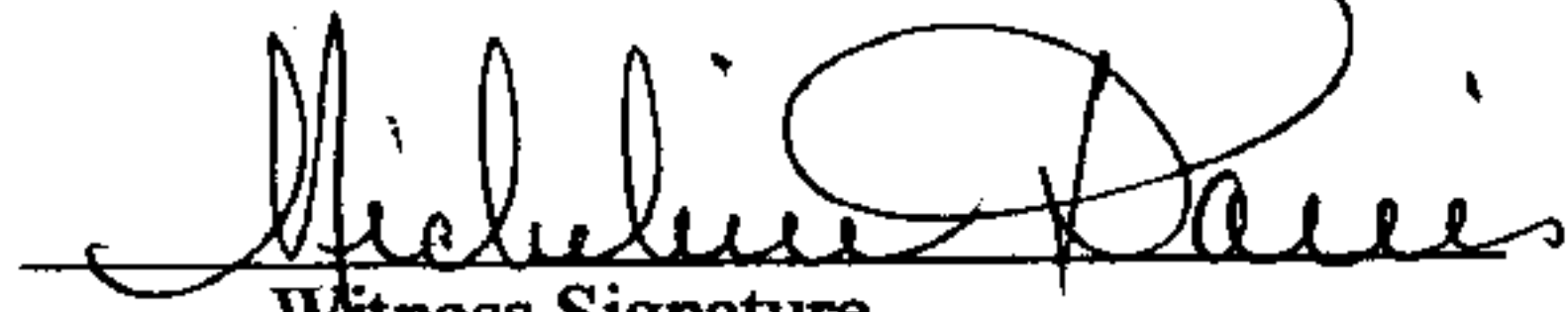
## Article X


It shall not be necessary to amend the Articles of Incorporation in order to change the number, the designations, the terms or methods of selection of the officers and directors of this Corporation, and any such changes may be made by proper amendment to the By-Laws of the Corporation.

## Article XI

The Directors of this Corporation shall have authority to adopt such rules, By-laws and regulations for the governing of the Corporation as they deem necessary and expedient, and said By-Laws shall provide the data on which the annual meeting of the Board of Directors shall be held, the number of directors and their terms of office, and the numbers and designation of officer, their terms of office, and the powers and duties of the officers.

IN WITNESS WHEREOF, We have hereunto set our hands this 29th day of December, 1997.

  
Witness Signature

  
Dayton Wayne Davis, Incorporator

This document prepared by Dayton Wayne Davis



# State of Alabama

SHELBY

## County

CERTIFICATE OF INCORPORATION

OF

WAYNE DAVIS MINISTRIES, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of INCORPORATION of WAYNE DAVIS MINISTRIES, INC., duly signed and verified pursuant to the provisions of Section NON PROFIT of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of INCORPORATION of WAYNE DAVIS MINISTRIES, INC., and attaches hereto a duplicate original of the Articles of INCORPORATION.

GIVEN Under My Hand and Official Seal on this the 29TH day of DECEMBER, 19 97.

*Patricia Lynne Schumacher*

Judge of Probate

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