

**ARTICLES OF INCORPORATION  
ARE AMENDED BY RESTATEMENT AS FOLLOWS**

The undersigned individuals, acting as incorporators, desiring to form a not-for-profit religious corporation under and pursuant to the provisions of the Code of Alabama, and generally in accordance with the 'Alabama Nonprofit Corporation Act' and having been authorized by the unanimous vote of the members present at the special meeting held on the 22 day of May, 19 97, have agreed upon and adopted these Articles of Incorporation, amended by restatement, the same to constitute and become a charter for carrying on the not-for profit religious business hereinafter specified, upon proper filing hereof pursuant to law.

**ARTICLE ONE**

**NAME**

The name of the corporation shall be **BOB WILKERSON EVANGELISTIC ASSOCIATION, INC.**

**ARTICLE TWO**

**DURATION**

The period of duration of the corporation shall be perpetual.

**ARTICLE THREE**

**PURPOSE**

The purposes for which the corporation is formed are:

1. For the proclamation and publishing of the Christian Gospel throughout the world by all means known to man, including the conducting of revivals, conferences, public worship services, evangelistic crusades, concerts, radio, television, motion pictures, printing and distribution of Bibles, Testaments, books, records, and other Christian reading and recorded material; and to all things necessary, reasonable, and lawful for the accomplishment of these purposes.

2. The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of section 501 ( C ) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

3. No part of the net earnings of the corporation shall insure to the benefit of any Director, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation effecting one or more of its purposes), and no director, officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the Corporation assets on dissolution of the corporation. Under no circumstances shall the corporation make loans to directors and officers. 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.

4. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501 ( C )(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

5. Upon the dissolution of the corporation, assets shall be distributed to one or more exempt purposes within the meaning of Section 501 ( C )(3) of the Internal Revenue Code of 1986, 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. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal 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 FOUR

##### POWERS

As a means of accomplishing the foregoing purposes, the corporation shall have the following powers, in addition to the general powers provided by statute:

1. To accept, acquire, receive, take and hold by bequest, devise, grant, gift, donation, offering, purchase, exchange, lease, transfer, judicial order or decree, or otherwise, for any of its objects and purposes, any property, both real and personal, of whatever kind, nature, or description and wherever situated.

2. To sell, exchange, convey, mortgage, lease, transfer, otherwise dispose of any property, both real and personal, as the objects and purposes of the corporation may require, subject to such limitations as may be prescribed by law.

3. To borrow money, and from time to time, to make, accept, endorse, execute, and issue bonds, debentures, promissory notes, bills of exchange and other obligations of the corporation for monies borrowed

or in payment for property acquired or for any of the other purposes of the corporation, and to secure the payment of any such obligations by mortgage, pledge, deed, indenture, agreement, or other instrument in regard to all or part of the property rights or privileges of the corporation, wherever situated, whether now owned or hereafter to be acquired.

4. To invest and reinvest its funds in such stock, common or preferred, bonds, debentures, mortgages, or in such other securities and property as its Board of Directors shall deem advisable, subject to the limitations and conditions contained in any bequest, devise, grant, donation, offering, or gift, provided such limitations and conditions are not in conflict with the provisions of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

5. The Corporation shall have the power to make payments for the purpose of the Corporation herein referred to, out of either the principal or the possession as such, provided that such accumulations are not unreasonable in amount, duration, use or investment, to such an extent that such accumulations result in a denial to the Corporation of exemption under the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, to a denial to the Corporation of the benefits of exemption from the payment of income taxes as provided under any applicable laws and statutes of the United States, whether now in effect or hereafter adopted.

6. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501 ( C)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

#### **ARTICLE FIVE**

##### **MEMBERS**

The corporation may have members, the numbers of which are to be determined by the by-laws of this Corporation.

## **ARTICLE SIX**

### **BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors shall be six. The name and address of the persons who are to serve as the initial Board of Directors are as follows:

✓ Bob Wilkerson, 632 Eleventh Street, NW, Alabaster, AL 35007  
Jane B. Wilkerson, 632 Eleventh Street, NW, Alabaster, AL 35007  
John Churchwell, Jr., P.O. Box 323, Pinson, AL 35126  
Philip Haynie, 201 Dale Drive, Montevallo, AL 35115  
Donald Palmer, 273 Park Place Way, Alabaster, AL 35007  
Dr. Michael Shaw, 3174 Church Street, Pelham, AL 35124

## **ARTICLE SEVEN**

### **DIRECTORS**

The corporate powers shall be exercised by the Board of Directors, except as otherwise provided by statute, by the Articles of Incorporation, or by the By-Laws hereafter adopted, and amendments to the foregoing. The number of directors of the corporation shall never be less than two (2) and shall be elected for such term, in such number, and in such manner as the By-Laws shall prescribe. As any member of the Board of Directors may be removed at any time and without assigning any cause therefor, by the affirmative vote of a majority of the members, and written notification of such removal to such director so removed, who shall, forthwith upon receipt of such notice, be considered as removed from the Board of Directors.

In furtherance, and not in limitation, of the powers conferred by statute, the Board of Directors is expressly authorized to make and alter the By-Laws of this corporation, but By-laws so made by the Directors may be altered or repealed by the Directors or members.

Any action required or permitted to be taken at any meeting of the Board of Directors, or any committee thereof, may be taken without a meeting, if prior to such action, a written consent thereto is signed by all members of the Board, or such committee, as the case may be, and such written consent is filed with the minutes of proceedings of the Board of Directors or Committee. Any such written consent shall have the same force and effect as a resolution, duly resolved at a meeting of the Board of Directors or of such a Committee.

The Corporation may, in its By-Laws, confer powers upon its Board of Directors in addition to the foregoing and in addition to the powers and authorities expressly conferred upon it by statute.



**ARTICLE EIGHT**

**INCORPORATOR**

The name and address of each incorporator is as follows:

NAME	ADDRESS
Bob Wilkerson	632 Eleventh Street, NW Alabaster, AL 35007
Jane B. Wilkerson	632 Eleventh Street, NW Alabaster, AL 35007

**ARTICLE NINE**

**REGISTERED OFFICE AND AGENT**

The address of the initial registered office of the Corporation, which shall also constitute its principal office, is 632 Eleventh Street, NW, Alabaster, Alabama 35007

The initial registered agent of the Corporation at such address shall be BOB WILKERSON.

**ARTICLE TEN**

The Corporation reserves the right from time to time to amend, alter or repeal each and every provision contained in these Articles of Incorporation amended by restatement, or to add one or more additional provisions, in the manner now or hereafter prescribed or permitted by the Alabama Nonprofit Corporation Act.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 22 day of May, 1997.

Bob Wilkerson  
Bob Wilkerson

Jane B. Wilkerson  
Jane B. Wilkerson

STATE OF ALABAMA

COUNTY OF SHELBY

I, the undersigned, a Notary Public in and for said county, State of Alabama, hereby certify that BOB WILKERSON AND JANE B. WILKERSON, whose names are signed to the foregoing Amended Articles of Incorporation, amended by restatement, and who are known to me, acknowledged before me on this day, that being informed of the contents of said Articles of Incorporation, amended by restatement, have executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 22 day of May, 1997.

Ollie H. Bates

Notary Public

My Commission Expires: MY COMMISSION EXPIRES MAY 17TH, 1999

# State of Alabama

SHELBY

## County

Inst # 1997-16053

### CERTIFICATE OF INCORPORATION AMENDED BY RESTATEMENT OF

BOB WILKERSON EVANGELISTIC ASSOCIATION, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of INCORPORATION AMENDED BY RESTATEMENT of BOB WILKERSON EVANGELISTIC ASSOCIATION, 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 AMENDED BY RESTATEMENT of BOB WILKERSON EVANGELISTIC ASSOCIATION, INC., and attaches hereto a duplicate original of the Articles of INCORPORATION AMENDED BY RESTATEMENT.

GIVEN Under My Hand and Official Seal on this the 22 day of

MAY, 19 97.



Judge of Probate

Inst # 1997-16053

05/22/1997-16053  
02:14 PM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
007 NCB 15.00

