

**ARTICLES OF INCORPORATION OF
KINGWOOD ASSEMBLY OF GOD
A NON-PROFIT CORPORATION**

These Articles of Incorporation are signed and acknowledged by the incorporators for the purpose of forming a non-profit corporation under the provisions of the Alabama Non-Profit Corporation Act, as follows:

ARTICLE I

The name of the corporation is: **KINGWOOD ASSEMBLY OF GOD.**

ARTICLE II

The term of the corporation is unlimited and perpetual. In the event of dissolution, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation to any organization or organizations organized and operated exclusively for charitable, educational, or religious purposes as shall at the time qualify as an exempt organization or organizations under and within the meaning of §501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue law) as the Board of Directors shall determine. Among other methods and reasons for dissolution, the Board of Directors may, by two-thirds vote, cease corporate activities and dissolve the corporation in accordance herewith, and in accordance with such cooperative fellowship agreements the corporation may have with the Alabama District Council, the General Council of the Assemblies of God, or other denominational entities.

ARTICLE III

1. The purpose or purposes of this corporation are as follows:

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(a) To operate as a church by and through all of its various ministries to propagate the Gospel of the Lord Jesus Christ as contained in both the Old and New Testaments of the Holy Bible;

(b) To aid in the fulfillment of the "Great Commission" of the Lord Jesus Christ to "go ye... and disciple all nations.";

(c) By the grace of God, to bring salvation to as many persons as possible by holding forth the Word of Life at every opportunity and in every field, both at home and abroad;

(d) To provide for the worship of God, in all that entails, including preaching, music, praise, prayer, and the upholding of the name of the Lord Jesus Christ;

(e) To minister to the body of Christ for the meeting of needs, spiritual and temporal, and to educate all those who hear in the principles of Christian living as taught and explained in the Holy Bible;

(f) To operate the church by and through its various ministries of worship, study, missions, education, including but not limited to, kindergarten, elementary, secondary, and college education, discipline, solemn occasions and rites, helps to the poor, needy, and elderly, service to the public and community, participation in the arts, and all other ministries to effectuate its purposes as the Church of the Lord Jesus Christ;

(g) To adhere to, follow, propagate, and be governed by the Statement of Fundamental Truths and doctrines of the Assemblies of God, as may be amended, from time to time;

(h) To enter into any kind of activity, and to make, perform and carry out contracts of every kind in connection with and necessary or incidental to, the accomplishment of the non-profit purposes of the corporation;

(i) To operate exclusively for religious purposes as a church being solely under the authority of God Almighty and the Lord Jesus Christ, and also, though formal approval is not required by law though such approval may have been given, for religious, charitable, and educational purposes within the meaning of §501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue law).

2. To receive and administer funds for the aforesaid purpose or purposes and for no other purpose, and to that end, to take and hold by contract, agreement, devise, bequest, gift, purchase, lease, either absolutely or in trust, for such objects and without limitations as to the amount or value, except such limitations, if any, as may be imposed by law; to sell, convey and dispose of any such property, and to deal with such property for any of the aforementioned purposes, without limitation, except such limitation, if any, as may be contained in the instrument under which such property is received, and to exercise any, all and every power for which a non-profit corporation organized under the provisions of the Alabama Non-Profit Corporation Act, all for the public welfare which can be authorized to exercise, but not any other power.

3. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, 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 this Article III. 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 publishing or distribution of statements) any political campaign on behalf of or against any candidate for public office.

4. Notwithstanding any of the provisions of these Articles of Incorporation, this corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under §501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future United States Internal Revenue law, or, (b) by a corporation, contributions to which are deductible under §170(c)(2) of the Internal Revenue Code, or any other corresponding provision of any future United States Internal Revenue law.

ARTICLE IV

The location of the initial registered office of the corporation is the City of Alabaster, in the County of Shelby, State of Alabama. The address of the registered office in Alabama is: 1351 Royalty Drive, Alabaster, Alabama 35007. The name of its registered agent at said address is: Clark N. White

ARTICLE V

The corporation is organized on a non-stock basis. Said corporation is to be financed by contributions to it of funds and property absolutely or in trust.

ARTICLE VI

The corporation shall have members. Members shall be those persons who have qualified and been admitted into the membership of the church according to the requirements and provisions as prescribed by the church.

ARTICLE VII

The incorporators shall be the initial Board of Directors. Directors for the Church as a corporation shall be known as "Trustees". The Trustees shall serve three (3) year terms concurrent with their terms as Deacon. Trustees shall be elected from the Board of Deacons. Provided,

however, the Senior Pastor and the Administrator of the Church may serve as Trustees if elected by the Board of Deacons. Election of Trustees shall be at a regularly called meeting of the Board of Deacons of the Church. A quorum for election of Trustees shall be four members of the Board of Deacons or as may be otherwise prescribed by the Church. The number of Trustees shall not be less than three (3), with a maximum number as may be determined from time to time by the Bylaws of the corporation, and any amendment thereto, and in the absence of the Bylaws fixing the maximum number of Trustees, there shall be no limitation as to the number of Trustees that may be elected and serve. The number and designation of any committee or committees shall be provided for by the Board of Deacons.

ARTICLE VIII

The names and addresses of the incorporators, who shall also serve as its initial Board of Trustees, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
George Porter	926 Leach Cemetary Road Calera, AL 35040
Darrel Holcombe	1344 Pow Wow Circle Alabaster, AL 35007
Barry Gilliam	116 Willow Ridge Drive Pelham, AL 35124
Clark White	107 Sugar Drive Pelham, AL 35124
Ronald Cox	1713 Arrow Drive Alabaster, AL 35007

ARTICLE IX

The names of the officers of the corporation chosen for the first year and until their respective successors are elected and qualified are as follows:

NAME

OFFICE

Ronald Cox

President

George Porter

Vice President

Clark White

Secretary/Treasurer

ARTICLE X

The Trustees shall adopt Bylaws for the corporation. The Bylaws shall prescribe the duties of Trustees and Officers, fix the date of regular and special meetings and otherwise provide for the orderly operation, regulation, and government of the corporation, its agents, servants and officers, and for all other purposes not inconsistent with the Constitution and laws of the State of Alabama or the United States of America, except where in conflict with the Holy Scriptures, The Statement of Fundamental Truths, the doctrine of the Church, or these Articles of Incorporation.

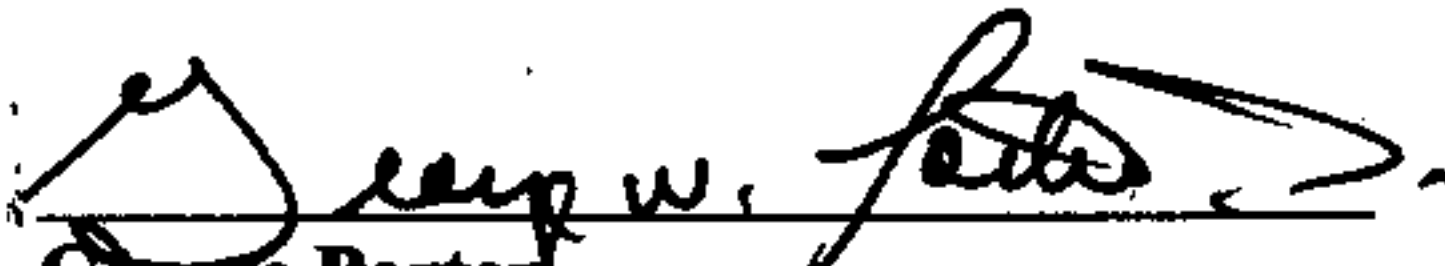
ARTICLE XI

1. The Church government is provided for by guidelines prescribed by the Church. The governing body of the Church is the Board of Deacons. The Board of Trustees provided by these Articles of Incorporation shall perform all corporate powers necessary and as required by the law of the State of Alabama. Unless otherwise required by the law of the State of Alabama (provided it is not in conflict with the Holy Scriptures or doctrine), any conflict between these Articles of Incorporation and the Church guidelines shall be resolved in favor of the Church guidelines.

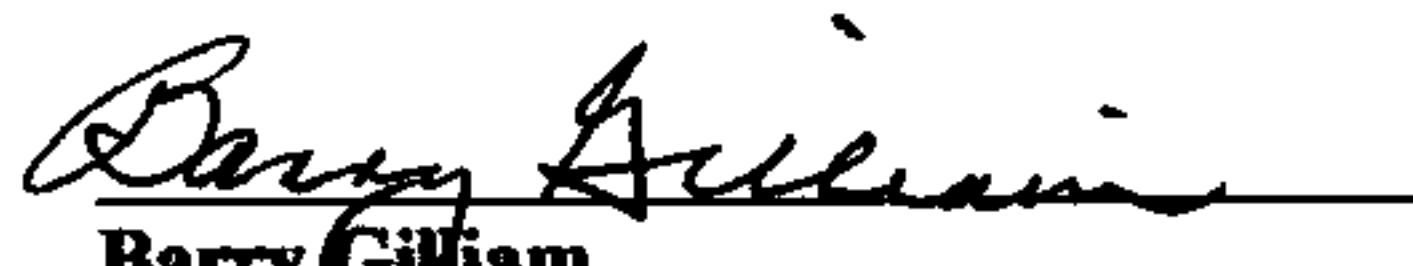
2. The Kingwood Assembly of God church, as a body of believers, recognizes only the


sovereignty of God Almighty and the Lordship of Jesus Christ in all things. The Church shall be governed according to the tenets of the faith contained in the Holy Scriptures, being the Old and New Testaments of the Holy Bible, and according to the doctrines of the Church contained in the Statement of Fundamental Truths. The Church recognizes God's ordination of the civil authority and the legitimate laws in support thereof. The Church shall uphold the laws of the civil authority provided such laws are not in conflict with the Holy Scriptures, or the doctrine of the Church as determined by the Church.

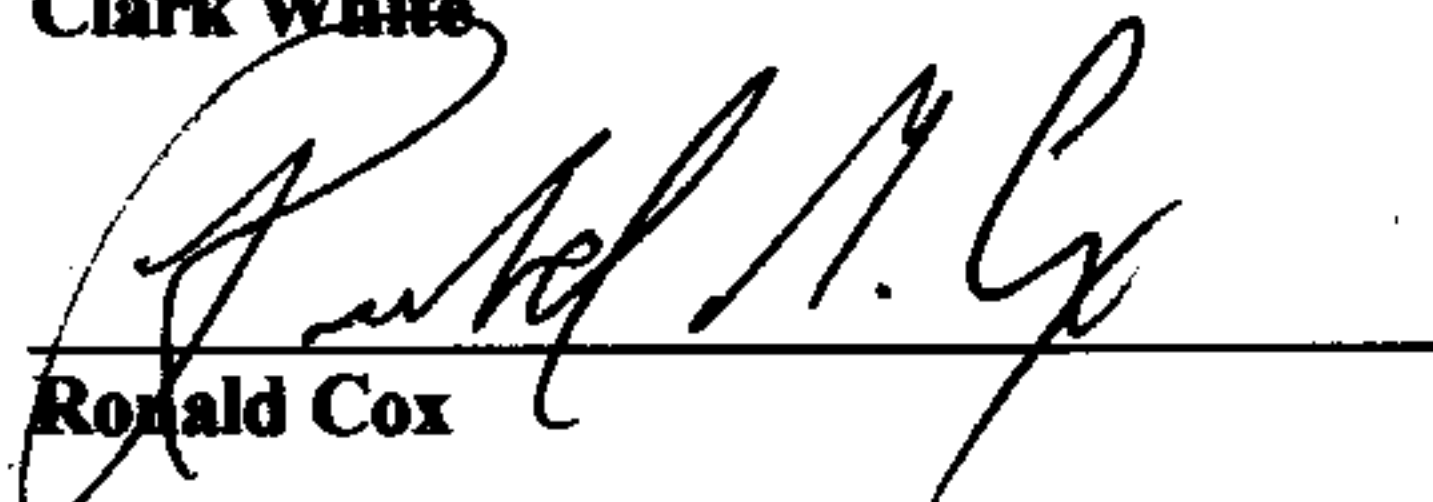
IN WITNESS WHEREOF, the incorporators have hereunto signed these Articles of Incorporation, on this the 18th day of January, 1998.


George Porter


Darrel Holcombe


Barry Gilliam


Clark White


Ronald Cox

STATE OF ALABAMA

COUNTY OF SHELBY

I, the undersigned, a Notary Public in and for said County and State, hereby certify George Porter, whose name as incorporator of Kingwood Assembly of God, a non-profit corporation, is signed to the foregoing Articles of Incorporation, and who is known to me, acknowledged before me on this day, that being informed of the contents of the Articles of Incorporation, he, as such incorporator and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal, this the 18th day of January, 1998.

Gene W. Creel

Notary Public

STATE OF ALABAMA

COUNTY OF SHELBY

I, the undersigned, a Notary Public in and for said County and State, hereby certify Darrel Holcombe, whose name as incorporator of Kingwood Assembly of God, a non-profit corporation, is signed to the foregoing Articles of Incorporation, and who is known to me, acknowledged before me on this day, that being informed of the contents of the Articles of Incorporation, he, as such incorporator and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal, this the 18th day of January, 1998.

June W. Creel
Notary Public

STATE OF ALABAMA

COUNTY OF SHELBY

I, the undersigned, a Notary Public in and for said County and State, hereby certify Barry Gilliam, whose name as incorporator of Kingwood Assembly of God, a non-profit corporation, is signed to the foregoing Articles of Incorporation, and who is known to me, acknowledged before me on this day, that being informed of the contents of the Articles of Incorporation, he, as such incorporator and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal, this the 18th day of January, 1998.

Jane S. Creel

Notary Public

STATE OF ALABAMA

COUNTY OF SHELBY

I, the undersigned, a Notary Public in and for said County and State, hereby certify Clark White, whose name as incorporator of Kingwood Assembly of God, a non-profit corporation, is signed to the foregoing Articles of Incorporation, and who is known to me, acknowledged before me on this day, that being informed of the contents of the Articles of Incorporation, he, as such incorporator and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal, this the 18th day of January, 1998.

Gene H. Creel

Notary Public

STATE OF ALABAMA

COUNTY OF SHELBY

I, the undersigned, a Notary Public in and for said County and State, hereby certify Ronald Cox, whose name as incorporator of Kingwood Assembly of God, a non-profit corporation, is signed to the foregoing Articles of Incorporation, and who is known to me, acknowledged before me on this day, that being informed of the contents of the Articles of Incorporation, he, as such incorporator and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal, this the 18th day of January, 1998.

Gene H. Creel

Notary Public

State of Alabama

SHELBY

County

Inst # 1998-01932

CERTIFICATE OF INCORPORATION

OF

KINGWOOD ASSEMBLY OF GOD

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of INCORPORATION of KINGWOOD ASSEMBLY OF GOD, 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 KINGWOOD ASSEMBLY OF GOD, and attaches hereto a duplicate original of the Articles of INCORPORATION.

GIVEN Under My Hand and Official Seal on this the 20TH day of JANUARY, 19 98.

Patricia Gayle Schumacher
Judge of Probate

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