

CERTIFICATE OF FORMATION
OF
GRACE COMMUNITY FELLOWSHIP
A NONPROFIT CORPORATION

ARTICLES OF INCORPORATION

For the purpose of forming a church as a nonprofit corporation pursuant to Chapter 3 and Chapter 1 (to the extent the provisions thereof are applicable to nonprofit corporations) of the Alabama Business and Nonprofit Entities Code and any act amendatory thereof, supplementary thereto or substituted therefor (hereinafter referred to as the "Entities Code"), the undersigned does hereby sign and adopt these Articles of Incorporation as and for the certificate of formation pursuant to the Entities Code, and, upon the filing for record of these Articles of Incorporation in the Office of the Judge of Probate of Shelby County, Alabama the existence of a corporation (hereinafter referred to as the "Corporation"), under the name set forth in Article 1 hereof, shall commence.

ARTICLE I

Name

The name of the corporation is: **Grace Community Fellowship.**

ARTICLE II

Type of Entity

- (a) The type of entity being formed under the Entities Code is a nonprofit corporation.
- (b) The corporation shall be tax exempt pursuant to 26 U.S.C. § 501(c)(3), as a church, under 26 U.S.C. § 508 (c)(1)(A).

ARTICLE III
Term and Dissolution

The term of the corporation is unlimited and perpetual. In the event of dissolution, the Board of Trustees 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 26 U.S.C. § 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue law) as the Board of Trustees shall determine. Among other methods and reasons for dissolution, the Board of Trustees may, by two-thirds vote, cease corporate activities and dissolve the corporation in accordance herewith.

ARTICLE IV
Purposes, Objectives and Powers

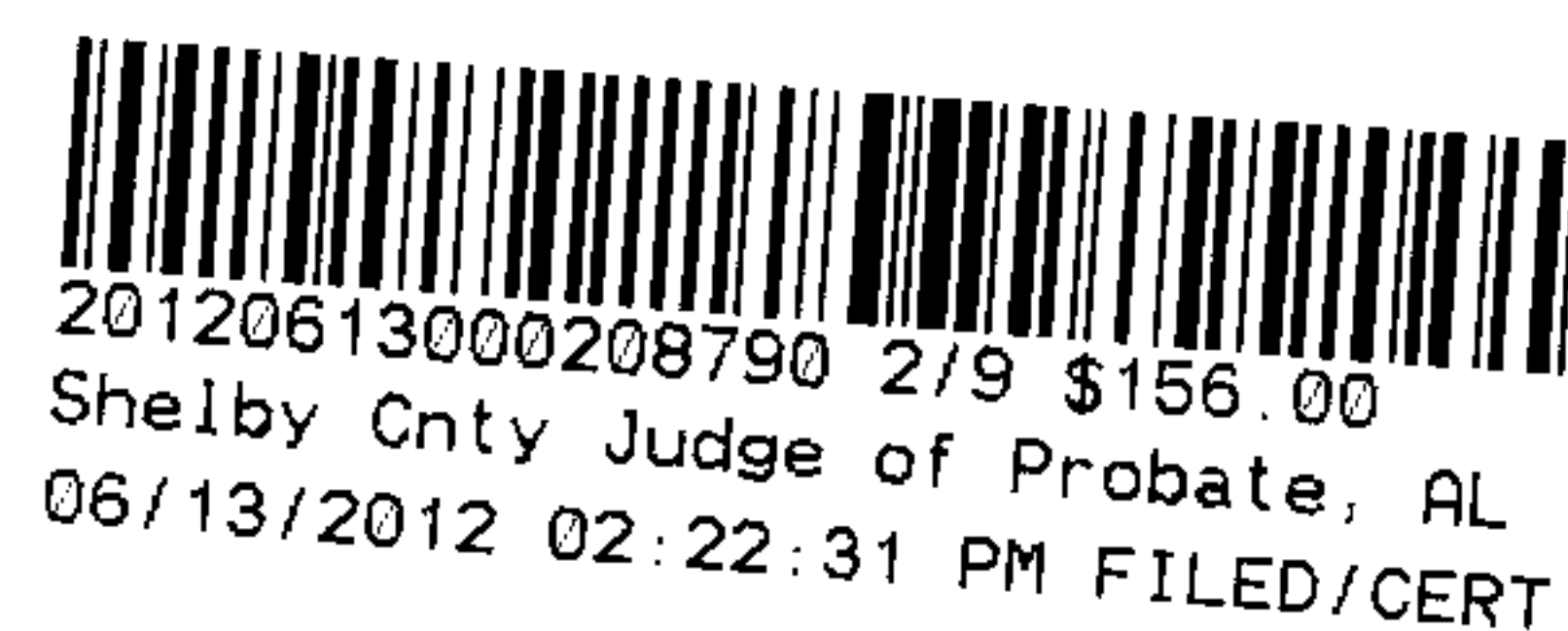
1. The purposes of this corporation are to organize a church as a religious, charitable and educational institution within the meaning of Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future federal tax code) and its specific purposes are as follows:

(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) To provide for the worship of God;

(d) 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;

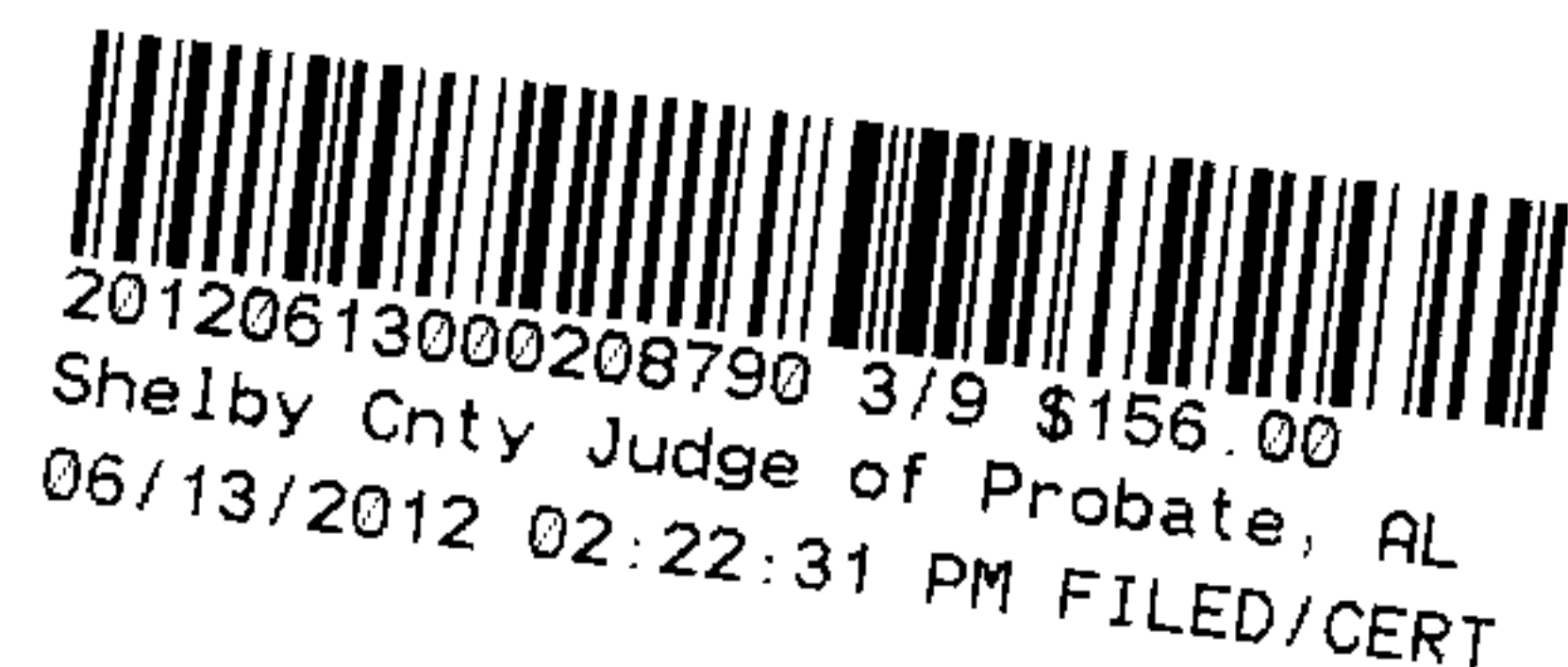
(e) To operate the church by and through its various ministries of worship, study, education, including but not limited to, kindergarten, elementary, secondary, and college education, helps to the poor, needy, and elderly, service to the public and community, and all other ministries to effectuate its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

(f) To adhere to, follow, propagate, and be governed by the Holy Bible and the doctrinal and other governing documents of the church, as those documents may be constituted and developed by the church or other body with which it may be affiliated (herein these documents shall be referred to as the "Governing Documents");

(g) 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;

(h) 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



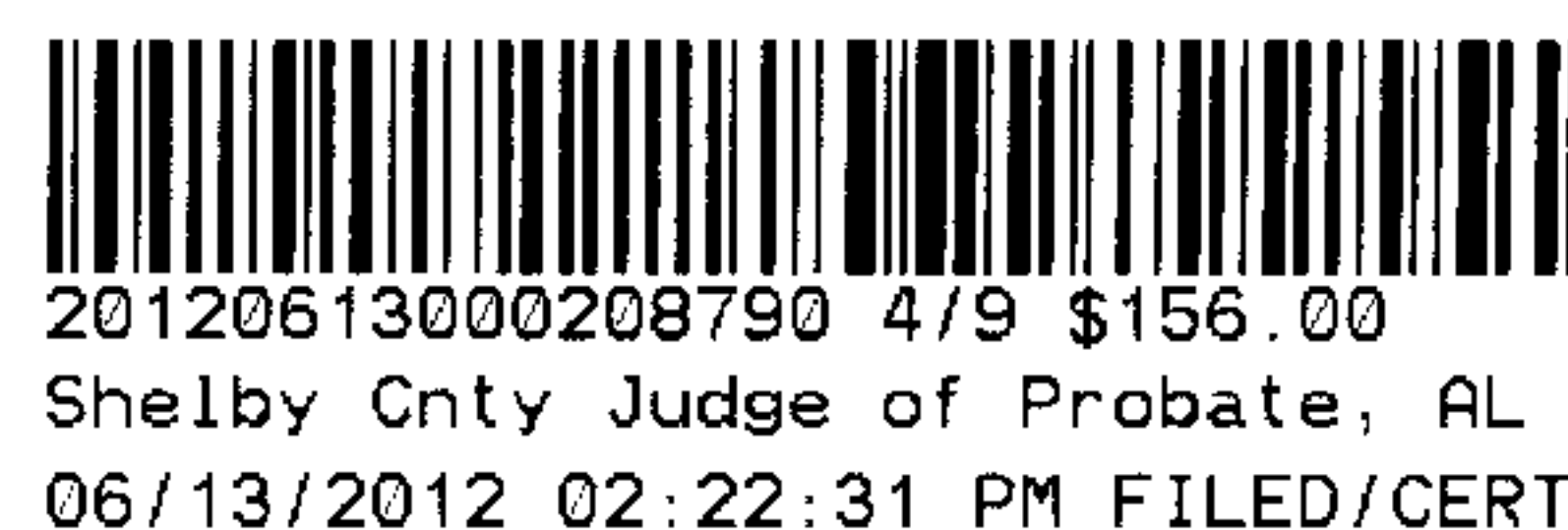
any such property, and to deal with such property for any of the aforementioned purposes, without limitation, except such limitation, if any, as may be contained in the instrument under which such property is received, and to exercise any, all and every power for which a non-profit corporation organized under the provisions of the Nonprofit Entities Code, 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 IV. 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 26 U.S.C. § 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 26 U.S.C. § 170(c)(2) of the Internal Revenue Code, or any other corresponding provision of any future United States Internal Revenue law.

ARTICLE V
Registered Office and Registered Agent

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: **1773 King James Drive, Alabaster, Alabama 35007**. The name of its registered agent at said address is: **Jennifer K. Wells**.

ARTICLE VI
Nonstock Publicly Supported Entity

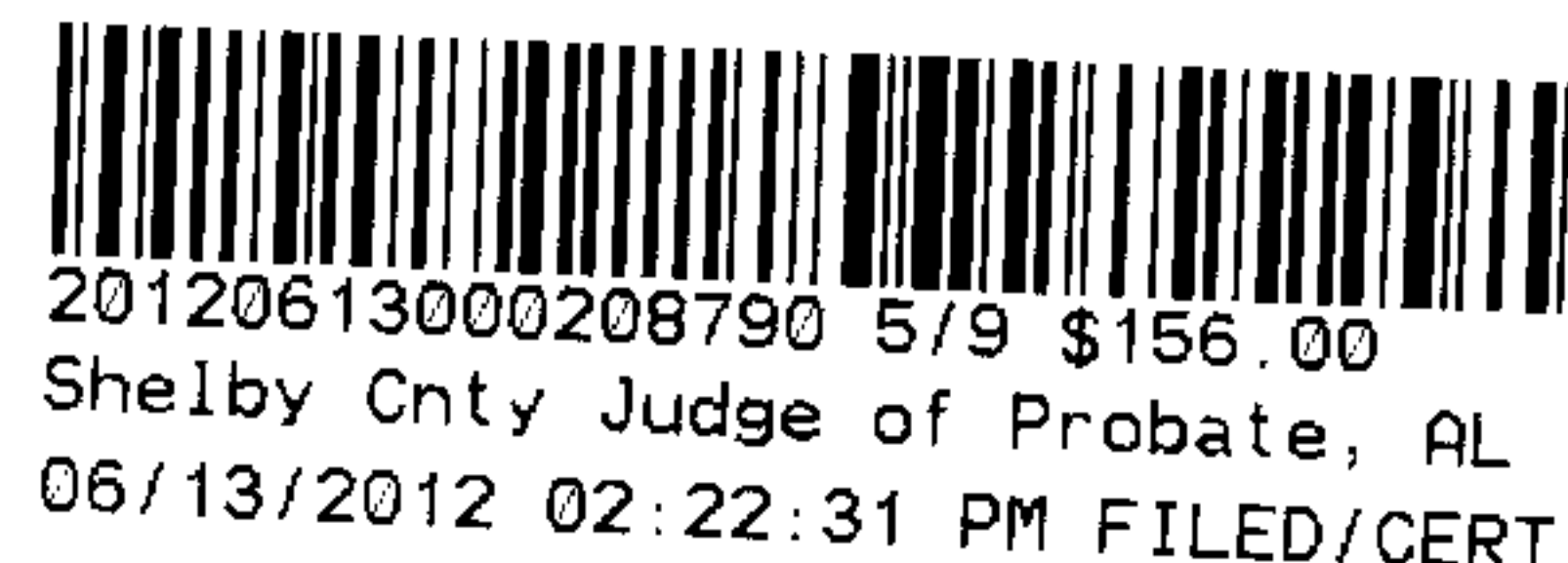
The corporation is organized on a non-stock basis. Said corporation is to be financed by contributions to it of funds and property absolutely or in trust.

ARTICLE VII
Membership Status

The church will consider all regular attendees as members. As a Christian fellowship, it will not place restrictions on or place persons in categories, but will accept all believers in regular attendance as members of the fellowship.

ARTICLE VIII
Incorporator

The incorporators shall be the initial Board of Trustees. Directors for the Church as a corporation shall be known as "Trustees." The Trustees shall serve until their successors are elected. Election of Trustees shall be at a specially called congregational meeting of members. A quorum for election of Trustees shall be sixty percent (60%) of the regular attendees of 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 Trustees.



ARTICLE IX
Incorporator

The name and address of the incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Jennifer K. Wells	1773 King James Drive Alabaster, AL 35007

ARTICLE X
Trustees

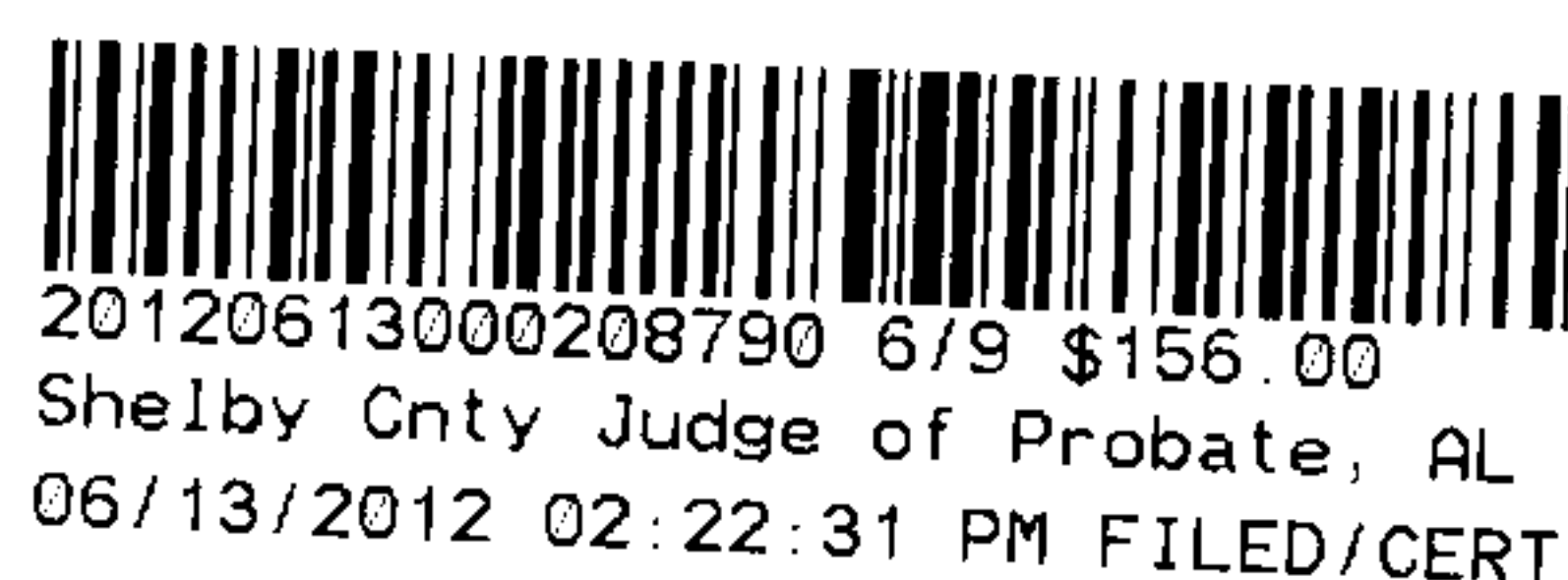
The names and addresses of the initial Board of Trustees are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Jennifer K. Wells	1773 King James Drive Alabaster, AL 35007
Nathan B. Wells	1773 King James Drive Alabaster, AL 35007
Chris Phillips	224 Hull Road Sumiton, AL 35148

ARTICLE XI
Officers

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:

<u>NAME</u>	<u>OFFICE</u>
Jennifer K. Wells	President
Nathan B. Wells	Vice President
Chris Phillips	Secretary/Treasurer



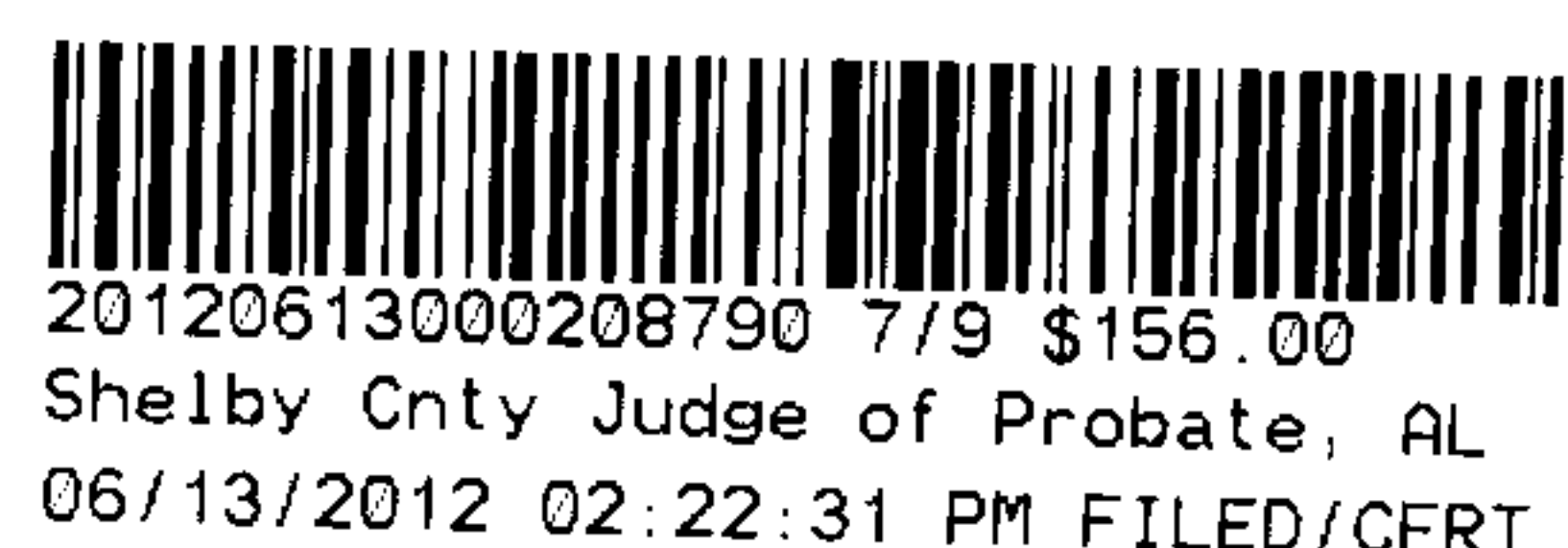
ARTICLE XII
Bylaws

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 Bible, doctrine, these Articles of Incorporation and the Governing Documents.

ARTICLE XIII
Conflict of Documents

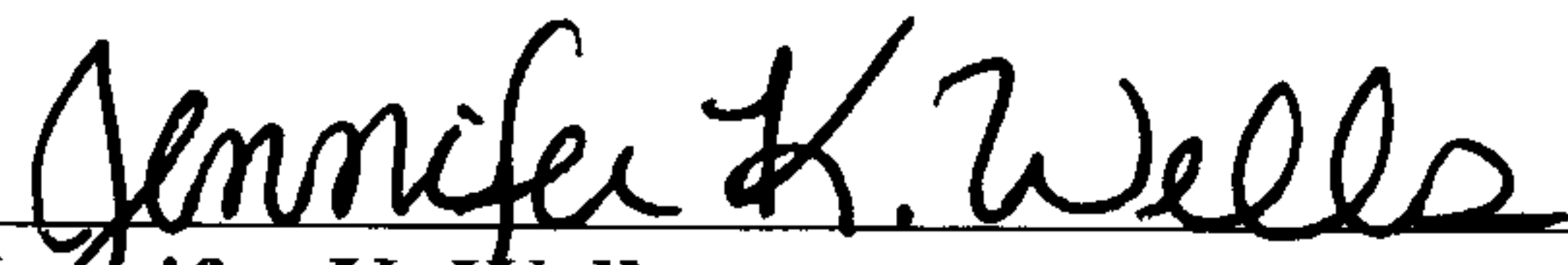
1. The Board of Trustees provided by these Articles of Incorporation shall perform all corporate powers necessary and as required by the law of the State of Alabama. The Governing Documents of the corporation shall be all those documents developed by it for operation as a church in compliance with Holy Scriptures. 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 Governing Documents shall be resolved in favor of said Governing Documents. Provided further, for other officers or officials of the church which may be provided for in the Governing Documents, said persons shall have the authority, control, duty and responsibility of performing as such officers or officials in accordance with the Governing Documents in the oversight and operation of the church.

2. The **Grace Community Fellowship**, 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 Old and New Testaments of the Holy



Bible, and according to the doctrine of the Governing Documents. 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 Bible, or the doctrine of the church contained in the Constitution, as well as determined by the church.

IN WITNESS WHEREOF, the incorporator has hereunto signed these Articles of Incorporation, on this the 13th day of June, 2012.




Jennifer K. Wells

STATE OF ALABAMA)
COUNTY OF SHELBY)

I, Pamela M. Moman, a Notary Public in and for said County and State, hereby certify **Jennifer K. Wells**, whose name as incorporator of **Grace Community Fellowship**, 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, she, 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 13th day of June, 2012.





Notary Public
My Commission Expires: 12-14-2012

Beth Chapman
Secretary of State

P. O. Box 5616
Montgomery, AL 36103-5616

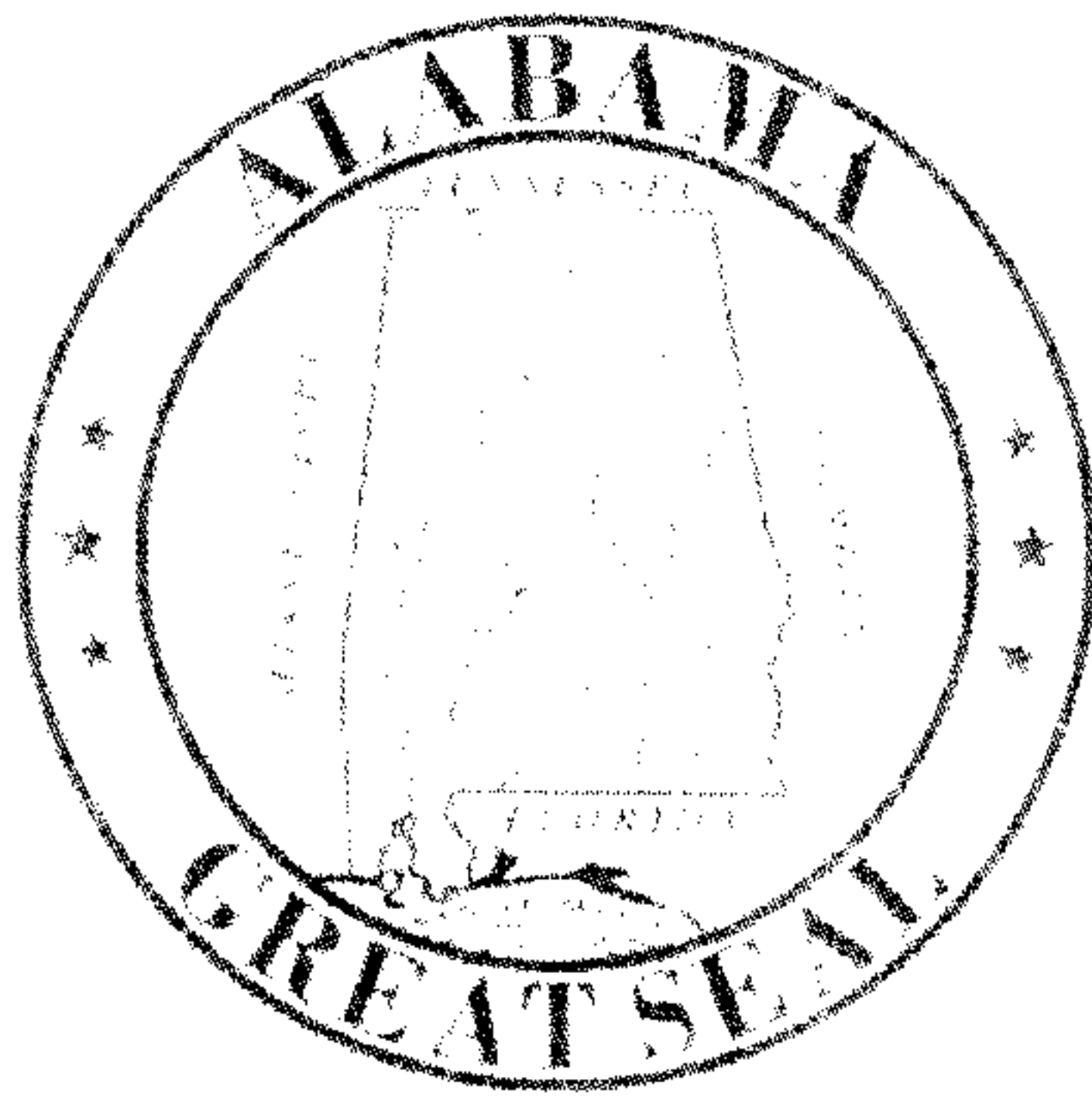
STATE OF ALABAMA

I, Beth Chapman, Secretary of State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Title 10A, Chapter 1, Article 5, *Code of Alabama 1975*, and upon an examination of the entity records on file in this office, the following entity name is reserved as available:

Grace Community Fellowship

This domestic nonprofit corporation is proposed to be formed in Alabama and is for the exclusive use of A. Eric Johnston, 1200 Corporate Drive, Ste. 107, Birmingham, AL 35242 for a period of one hundred twenty days beginning June 12, 2012 and expiring October 10, 2012.



605-176

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the city of Montgomery, on this day.

June 12, 2012

Date

Beth Chapman

Beth Chapman

Secretary of State



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Shelby Cnty Judge of Probate, AL
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