



20171211000441360 1/15 \$84.00  
Shelby Cnty Judge of Probate, AL  
12/11/2017 12:16:17 PM FILED/CERT

**STATE OF ALABAMA**

**DOMESTIC NONPROFIT CORPORATION  
AMENDMENT TO FORMATION/ARTICLES**

**PURPOSE:** In order to amend a Nonprofit Corporation's Certificate of Formation/Articles of Incorporation under Section 10A-3-4.02 and 10A-1-3.13 of the Code of Alabama 1975 this Amendment and the appropriate filing fees must be filed with the Office of the Judge of Probate in the county where the corporation was initially formed/incorporated.

**INSTRUCTIONS:** Mail one (1) signed original and two (2) copies of this completed form and the appropriate filing fees to the Office of the Judge of Probate in the county where the corporation's Certificate of Formation was recorded. Contact the Judge of Probate's Office to determine the county filing fees. Make a separate check or money order payable to the **Secretary of State for the state filing fee of \$50.00 for standard processing or \$150.00 if expedited processing within 24 hours of receipt by the Office of the Secretary of State is requested (10A-1-4.31)** and the Judge of Probate's Office will transmit the fee along with a certified copy of the Amendment to the Office of the Secretary of State within 10 days after the filing is recorded. Once the Secretary of State's Office has indexed the filing, the information will appear at [www.sos.alabama.gov](http://www.sos.alabama.gov) under the Government Records tab and the Business Entity Records link – you may search by entity name or number. You may pay the Secretary of State fees by credit card if the county you are filing in will accept that method of payment (see attached). Your Amendment will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored.

(For County Probate Office Use Only)

**This form must be typed or laser printed.**

1. The name of the corporation from the Certificate of Formation/Articles of Incorporation:

Vandiver Church of God - Bylaws

2. The date the Certificate of Formation was filed in the county: 01 / 16 / 2008 (format MM/DD/YYYY)

3. Alabama Entity ID Number (Format: 000-000): 567 - 205 **INSTRUCTION TO OBTAIN ID NUMBER TO COMPLETE FORM:** If you do not have this number immediately available, you may obtain it on our website at [www.sos.alabama.gov](http://www.sos.alabama.gov) under the Government Records tab. Click on Business Entity Records, click on Entity Name, enter the registered name of the entity in the appropriate box, and enter. The six (6) digit number containing a dash to the left of the name is the entity ID number. If you click on that number, you can check the details page to make certain that you have the correct entity – this verification step is strongly recommended.

(For SOS Use Only)

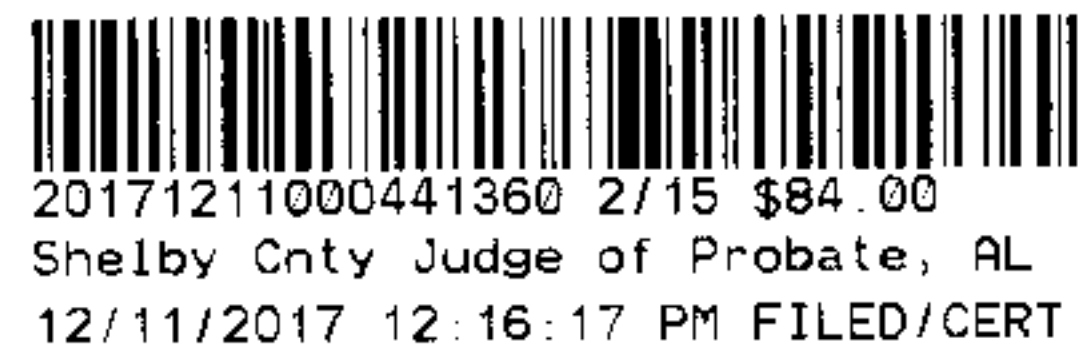
This form was prepared by: (type name and full address)

Bonnie Meacham  
2144 Highway 50  
P. O. Box 149  
Vandiver, Alabama 35176

# DOMESTIC NONPROFIT CORPORATION AMENDMENT

4. The county in which the Certificate of Formation was filed: Shelby County

5. The titles, dates, and places of filing of any previous Amendments: NA



**Attach a listing if necessary.**

[Instruction on Amendment completion: Be very specific about what must be changed if you are amending existing information. If the amendment includes a name change, a copy of the Name Reservation form issued by the Office of Secretary of State must be attached.]

Registered agents and registered agent addresses are changed by filing a Change Of Registered Agent Or Registered Office By Entity form directly with the Office of the Secretary of State (the new agent's signature is required agreeing to accept responsibility). You may file the information as an Amendment also, but the change form must be on file with the Secretary of State per 10A-1-3.12(a) (2) to effect the change in the public records database.]

6. The following amendment was adopted on 11 / 29 / 2017 (format MM/DD/YYYY):

Vandiver Church of God is a governing body and beneficiary of the supported charity Community Outreach

United Appeal Fund, Inc.

☐ Additional Amendments and the dates on which they were adopted are attached.

7. The Amendment or Amendments have been approved in the manner required by Title 10A of the Code of Alabama 1975 and the governing documents of the entity.

## Item 8, 9, or 10 MUST be checked.

8. ☐ The members met on \_\_\_\_ / \_\_\_\_ / \_\_\_\_ (MM/DD/YYYY) and adopted the Amendment by at least two-thirds of the votes entitled to be cast by members present or represented by proxy – a quorum was present.

9. ☐ The Amendment was adopted by a consent in writing signed by all members entitled to vote.

10. ☒ The board of directors met on \_\_\_\_ / \_\_\_\_ / \_\_\_\_ (MM/DD/YYYY) and adopted the Amendment by majority vote of the directors in office – there are no members or no members entitled to vote.

12 / 10 / 2017  
Date (MM/DD/YYYY)

Signature of President or Vice President required by 10A-3-4.02

David Houston, President

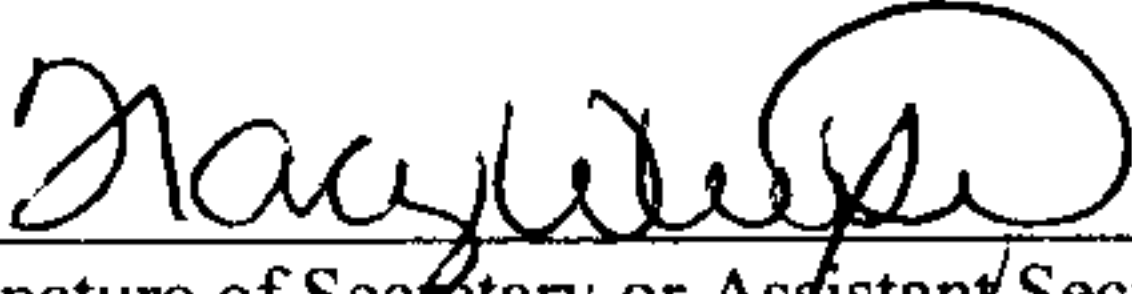
Typed Name and Title of Above Signature

**DOMESTIC NONPROFIT CORPORATION AMENDMENT**



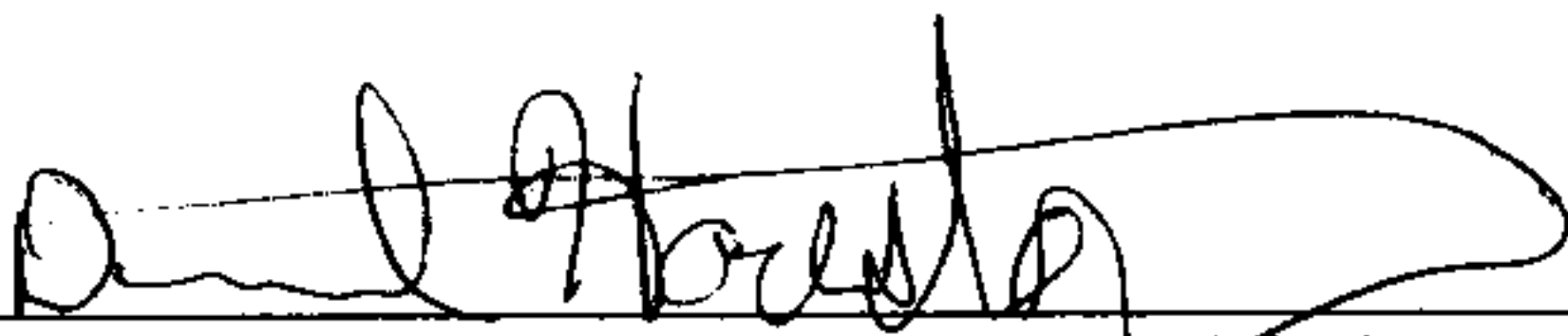
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12/ 10/ 2017  
Date (MM/DD/YYYY)

  
\_\_\_\_\_  
Signature of Secretary or Assistant Secretary required by 10A-3-4.02

Tracy Whitfield, Secretary  
\_\_\_\_\_  
Typed Name and Title of Above Signature

12/ 10/ 2017  
Date (MM/DD/YYYY)

  
\_\_\_\_\_  
Witness Signature of Officer Signing Original Formation/Articles  
required by 10A-3-4.02

David Houston, President  
\_\_\_\_\_  
Typed Name and Title of Above Signature

**STATE CHURCH OF GOD**

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**BYLAWS**

(53rd A., 1970, p. 27, 28; 67th A., 1998, p. 54; 68th A., 2000, pp. 83-86)

**ARTICLE I**

**Name**

The official name shall be Church of God (1 Corinthians 1:2; 2 Corinthians 1: 1).

**ARTICLE II**

**Temporal Nature**

The Church of God is incorporated in the state of Tennessee (U.S.A.) as a not-for-profit organization and is recognized as a 501 (c) (3) corporation under the Internal Revenue Code (U.S.A.) or the corresponding sections of any prior or future Internal Revenue Code (U.S.A.).

**ARTICLE III**

**Governance**

The current edition of the *Minutes of the Church of God General Assembly* contains a **Journal** of the most recent meeting of the International General Assembly and a **Supplement** that includes updated church polity statements, rules of church order and discipline, and these bylaws.

**ARTICLE IV**

**Mission Statement**

The mission of the Church of God is to communicate the full gospel of Jesus Christ (Matthew 28:19, 20) in the Spirit and power of Pentecost (Acts 2:1-4, 6, 13-18)(71st A., 2006, p. 44).

**ARTICLE V**

**Members**

The membership of the Church of God shall be composed of Christians who have accepted the teachings, doctrines, and government of the Church of God, and who have been formally received into its fellowship pursuant to the guidelines established by the International General Assembly. Procedures for excluding members shall be set by the International General Assembly upon recommendation of the International General Council.

**ARTICLE VI**

**Governing Bodies**

**1. International General Assembly**

**Members**

The International General Assembly is composed of all members and ministers of the Church of God 16 years of age and above. Members and ministers of the Church of God present and registered at the International General Assembly shall comprise its voting constituency (64th A., 1992, p. 73; 65th A., 1994, Item 1, p. 78).

**Meeting**

The International General Assembly shall meet biennially to consider all recommendations from the International General Council.

**Parliamentary Authority**

*Robert's Rules of Order Newly Revised* shall serve as the official guide for the business of the International General Assembly in all matters to which they are applicable and in which they are not inconsistent with the bylaws of the International General Assembly.



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### **Elections**

The International General Assembly shall elect the general overseer, the assistant general overseers, the secretary general, the general Youth and Christian Education director, the assistant general Youth and Christian Education director, the Evangelism and Home Missions director, the assistant Evangelism and Home Missions director, the director of World Missions, and the assistant director of World Missions (58th A., 1980, pp. 29-32, (1-4).

### **Officers, Committees**

The officers of the International General Assembly shall consist of the moderator and a secretary. The general overseer shall preside as moderator. He shall also appoint parliamentarians to serve during the International General Assembly meetings. He shall also appoint members of committees called for by the International General Assembly.

The secretary general shall serve the Assembly as secretary. He shall be responsible for recording actions by the Assembly and shall be the custodian of the records of the Assembly.

### **Parliamentary Procedure**

Debate on all motions shall be governed by the current edition of *Robert's Rules of Order Newly Revised*. Each member has the right to speak on every question. However, he cannot make a second speech on the same question as long as any member who has not spoken on the question desires the floor (*Robert's Rules of Order Newly Revised*). It is the prerogative of the moderator to recognize each speaker and to determine a balance of negative and affirmative speeches.

Debate may be limited by a proper motion (*Robert's Rules of Order Newly Revised*).

## **2. International General Council**

### **Members**

The International General Council is composed of all ordained bishops of the Church of God, who shall comprise its voting constituency.

### **Agenda**

1. The International General Council shall meet biennially to consider all recommendations from the International Executive Council. The International General Council agenda shall be mailed to the ordained bishops at least thirty (30) days prior to the International General Council. (Minutes of the July 1966, International Executive Council, page 93)
2. The International General Council shall consider and prepare such recommendations as are Scriptural and proper in matters pertaining to the welfare of the church. Such recommendations are to be presented to the International General Assembly for final disposition.
3. The current edition of *Robert's Rules of Order Newly Revised* shall serve as the official guide for the business of the International General Council in all matters to which they are applicable and in which they are not inconsistent with the bylaws of the International General Council. As a guide for the order of business, the agenda presented by the International Executive Council shall claim the attention of the Council first.
4. Any new business shall be presented to the chairman of the motions committee, which committee shall receive, classify, clarify, eliminate duplication, and dispatch for placement on the agenda following the completion of the printed agenda. Any new business presented to the motions committee shall be presented in typewritten form not later than 2 p.m. of the third day of the International General Council.
5. The International General Council shall nominate to the International General Assembly the general overseer, the assistant general overseers, the secretary general, the general Youth and Christian Education director, the assistant general Youth and Christian Education director, the Evangelism and Home Missions director, the assistant Evangelism and Home Missions director, the director of World Missions, and the assistant director of World Missions.
6. The International General Council shall elect the Council of Eighteen ([1972]; 58th A., 1980, pp. 29-32 (1-4).



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### **Officers and Committees**

1. The officers of the International General Council shall consist of the moderator and a secretary. The general overseer shall preside as moderator. He shall also appoint parliamentarians to serve during the International General Council meetings. He shall also appoint members of committees called for by the International General Council.
2. The secretary general shall serve the Council as secretary. He shall be responsible for recording actions by the Council and shall be the custodian of the records of the Council.

### **Parliamentary Procedure and Authority**

1. The names of all persons on the nomination ballots receiving twenty-five (25) or less votes for an elected office shall be posted in an appropriate designated place in lieu of reading those names to the International General Council.
2. Debate on all motions shall be governed by the current edition of *Robert's Rules of Order Newly Revised*. Each member has the right to speak on every question. However, he cannot make a second speech on the same question as long as any member who has not spoken on the question desires the floor (*Robert's Rules of Order Newly Revised*). It is the prerogative of the moderator to recognize each speaker and to determine a balance of negative and affirmative speeches.
3. Debate may be limited by a proper motion (*Robert's Rules of Order Newly Revised*).

### **3. International Executive Council**

#### **Authority**

This council shall consider and act upon any and all matters pertaining to the general interest and welfare of the Church of God.

#### **Members**

The general overseer, his assistants, the secretary general, and eighteen councilors [the Council of Eighteen] elected by the International General Council shall constitute the International Executive Council of the church.

#### **Meeting**

At a time set by the general overseer, the International Executive Council shall meet and adopt recommendations to be brought before the International General Council.

#### **Duties and Responsibilities**

The duties and responsibilities of the International Executive Council shall be set by the International General Assembly upon recommendation by the International General Council.

## **ARTICLE VII**

### **Executive Board**

International Executive Committee—The executive officers of the Church of God shall be the general overseer, three assistant general overseers, and the secretary general. These shall constitute the International Executive Committee. Their tenure in office, manner of selection, duties and authorities, and procedure for filling vacancies shall be decided by the International General Assembly upon recommendation from the International General Council.

## **ARTICLE VIII**

### **Committees**

Standing Boards and Committees—Standing boards and committees as called for by the International General Assembly or International General Council shall be appointed by the International Executive Committee. The general overseer shall be an *ex officio* member of all standing boards and committees.

## **ARTICLE IX**

### **Parliamentary Authority**

The latest edition of *Robert's Rules of Order Newly Revised* shall serve as the official parliamentary guide for conducting the business of the church.



DEPARTMENT OF  
BUSINESS AND RECORDS

CHURCH OF GOD

## INTERNATIONAL OFFICES

2490 KEITH ST., P.O. BOX 2430, CLEVELAND, TENNESSEE 37320-2430

TELEPHONE 423/472-3361

FAX: 423/478-7245



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August 29, 2013

To Whom It May Concern:

This is to verify that the Church of God, headquartered in Cleveland, Tennessee, is recognized and approved by the Internal Revenue Service as a tax-exempt non-profit organization under Section 501 (c) (3) of the Code. This exemption applies to the Church of God and all of its subordinates, which includes Vandiver Church of God, file no. 04011, 13479 Highway 43, Vandiver, AL 35176.

Enclosed for your information is a copy of the group exemption letter from the Internal Revenue Service.

If I can be of further assistance, please feel free to contact me.

Sincerely,

Julian B. Robinson, Director  
Business and Records

JBR/skw

Enclosure



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## C H A R T E R   O F   I N C O R P O R A T I O N

BE IT KNOWN that John C. Jernigan, E. J. Boehmer, M. P. Cross, J. A. Muncy and U. D. Tidwell, and their successors chosen under the terms and provisions of this Charter, are hereby constituted a body politic and corporate by the name and style of the

### C H U R C H   O F   G O D

The purpose of this corporation shall be to teach and promulgate the true religion of Almighty God, as set forth in the Holy Bible, rightly divided, which is accepted as our only rule of faith and practice; to seek by missions, evangelical and educational means, and by other means, to teach that religion and to save souls; to set up and maintain churches, <sup>Schools</sup> and religious societies throughout the United States and in other countries to further the said purposes.

The persons named in the Charter of Incorporation shall be members of and constitute the first Board of Directors of such corporation and they shall hold office until such time as their successors or the successors of any of them shall be chosen by the GENERAL ASSEMBLY OF THE CHURCHES OF GOD.

The number of Directors of this corporation may be increased to any number not exceeding fifteen, as may be determined by the Church of God, acting through its General Assembly, shall have authority to prescribe the terms of office and prescribe the manner of electing members to fill



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vacancies that may arise in such Board of Directors when either by death or resignation the said membership of Board of Directors shall become vacant before the expiration of the term for which said number was elected.

The general powers of this corporation shall be to sue and be sued by its corporate name; to contract and be contracted with; to have and use a common seal which it may alter at pleasure; and if no common seal is adopted or provided for, then the signature of the corporation by any duly authorized officer shall be legal and binding; to purchase and hold, and to receive by gifts, bequest, personal property in any amount, real estate in any amount, money, choses in action or other things of value; and in addition to personal property owned, held or received by the corporation, it may purchase and hold all real estate necessary for the purposes of the corporation and may hold or own any real or personal estate which may be given, devised bequeathed to the corporation, the same to held and used for ~~management~~ carrying on the corporate purposes; to purchase or accept real estate in payment of any debt due the corporation, and sell the same; to borrow money to be used in payment for property bought by the corporation, for erecting buildings and making improvements; and for other purposes germane to the objects of the corporation, and to secure by mortgage, pledge, or deed of trust upon the property, and funds owned by it, the repayment of money borrowed; to accept, hold and manage as trustees any property, money or effects bequeathed or devised to it for any special purpose germane to the objects of the corporation; to make by and through its Directors all by-laws and regulations necessary and deemed expedient for the management of its corporate affairs and not inconsistent with the laws of the United States, or the



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State of Tennessee, and not contrary to the constitution, rules and regulations of the church or denomination with which it is affiliated and by which it may be controlled.

The purpose of the organization of this corporation is for the general welfare, and not for profit, and any income derived therefrom shall not be paid out in dividends to any person or corporation, but shall be used for the general welfare purposes, and only for the purposes of said board or committee herein expressly provided for.

The corporation shall have the general powers, and be governed by the general statutes of the State of Tennessee, which have heretofore passed and are now in force, and any statute subsequently passed governing, controlling and directing the general conduct of corporations organized for the general welfare and not for profit, except in so far as such statutes may be in conflict with the express provisions of this act.

We, the undersigned, the incorporators above mentioned, hereby apply to the State of Tennessee for a Charter of Incorporation for the purposes declared in the foregoing instrument.

WITNESS OUR HANDS, this the 22<sup>nd</sup> day of June,

1945.

John C. Jernigan  
J. B. Furr  
M. R. Cross  
J. H. Murrey  
W. D. Furr



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State of Tennessee :  
County of Bradley : Personally appeared before me, the  
undersigned Notary Public in and for the  
State and County aforesaid,

John G. Jernigan, E. J. Boehmer, M. P. Cross, J. A. Munoy and  
U. D. Tidwell, the within named incorporators, with whom  
I am personally acquainted, and who acknowledged that they execute  
the within application for a charter of incorporation for the  
purposes therein contained and expressed.

Witness my hand and official seal,  
at office in Cleveland, Tennessee, on this, the 25<sup>th</sup> day  
of June, 1945. My Commission expires the 16<sup>th</sup> day of

September, 1948.

Willie Mae Mc Gowan

NOTARY PUBLIC.

Department of the Treasury  
OCT 26 1972



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**Internal Revenue Service**  
**Washington, DC 20224**

Date:

**OCT 20 1972**

In reply refer to:

**T:MS:EO:R:1**

Church of God  
▷ Keith at 25th Street  
Cleveland, Tennessee 37311

**GEN#2358**

**Gentlemen:**

Based on the information supplied, and assuming that your operations will continue to be as stated, we rule that you and your subordinates, as listed on your group exemption roster, are recognized as being exempt under section 501(c)(3) of the Internal Revenue Code.

This ruling does not extend to any subordinate which has previously received a ruling or determination letter holding that it is not exempt. Its qualifications to be included in this group ruling must be separately established.

Additionally, we have classified you and the subordinates you operate, supervise, or control, and which are covered by your notification to us, as organizations that are not private foundations as defined in sections 509(a)(1) and 170(b)(1)(A)(i) of the Code.

You are not required to file the Return for Organizations Exempt From Income Tax, Form 990, as you come within the exception contained in section 6033(a)(2)(A)(i) of the Code. Your subordinates are also not required to file the Form 990 if they qualify as churches or integrated auxiliaries of churches or otherwise come within the exceptions provided in section 1.6033-2(g) of the Income Tax Regulations.

You and your subordinates are not required to file Federal income tax returns unless you are subject to the tax on unrelated business income under section 511 of the Code. If you or your subordinates are subject to this tax, an income tax return on Form 990-T must be filed. In this letter we are not determining whether any of your activities or those of your subordinates are unrelated trade or business as defined in section 513 of the Code.

You and your subordinates are not liable for social security (FICA) taxes unless you and they file a waiver of exemption certificate as provided in the Federal Insurance Contributions Act. You and your subordinates are not liable for the taxes imposed under the Federal Unemployment Tax Act (FUTA).

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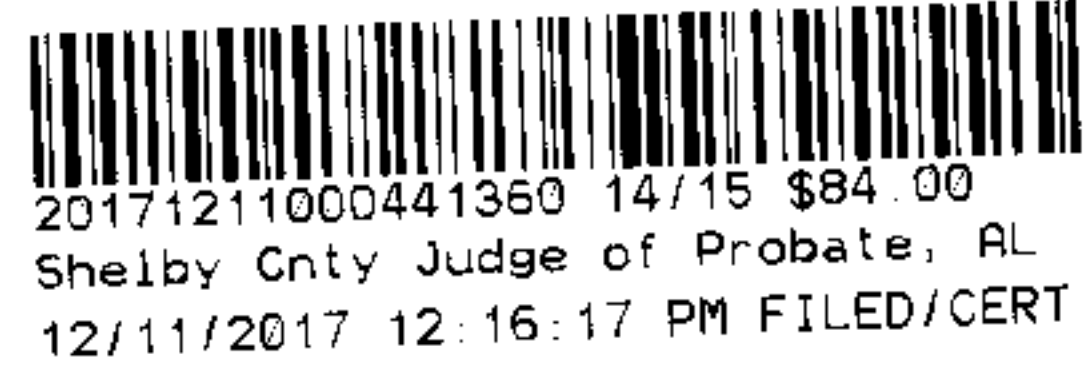
**Church of God**

Contributions made to you and your subordinates by individuals are deductible by such donors as provided in section 170 of the Code. Bequests, legacies, devises, transfers, or gifts to you or for your use are deductible for Federal estate and gift tax purposes as provided in section 2055, 2106, and 2522 of the Code.

You should advise each of your subordinates of the provisions of this ruling, including the requirements for filing information or other returns.

Each year within 45 days after the close of your annual accounting period, please send the following to the Philadelphia Service Center, 11601 Roosevelt Boulevard, Philadelphia, Pennsylvania 19155, Attention: EOR Branch:

1. A statement describing any changes during the year in the purposes, character, or method of operation of your subordinates.
2. Lists of the names, mailing addresses, including Postal ZIP Codes, and employer identification numbers of subordinates that during the year
  - a. changed names or addresses;
  - b. were deleted from your roster; or
  - c. were added to the roster.
3. For subordinates to be added attach
  - a. a statement that the information upon which your present group exemption letter is based applies;
  - b. a statement that each has given you written authorization to add its name to the roster;
  - c. a list of those to which the Service previously issued exemption rulings or determination letters; and



**Church of God**

- d. a statement that none of the subordinates are private foundations as defined in section 509(a) of the Code.
- 4. If applicable, a statement that your group exemption roster did not change during the year.

This ruling does not apply to any of your subordinates organized and operated in a foreign country.

Please be sure to enter your employer identification number on all tax returns and in your correspondence with the Internal Revenue Service.

Your key District Director in Atlanta is being advised of this action.

Sincerely yours,

  
Acting Chief, Rulings Section  
Exempt Organizations Branch



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State of Tennessee



Department of State

I, Mrs. Joe E. Carr, Secretary of State of the  
State of Tennessee, do hereby certify that the annexed Instrument  
with Certificate of Acknowledgment was filed in my office, and  
recorded on the 20th day of June 1945  
in Corporation Record Book Vol. 1 - 2  
page 247

In Testimony Whereof, I have hereunto subscribed my Official  
Signature, and by order of the Governor, affixed the Great  
Seal of the State of Tennessee, at  
the Department in the City of  
Nashville, this 20th day of

June

A.D. 1945

Mrs. Joe E. Carr  
Secretary of State

