



NORTH CAROLINA

Department of the Secretary of State

To all whom these presents shall come, Greetings:

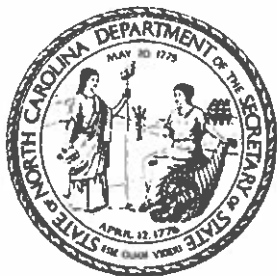
I, Elaine F. Marshall, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF RESTATEMENT

OF

LIVING CHURCH OF GOD (INTERNATIONAL), INC.

the original of which was filed in this office on the 20th day of April, 2007.



Scan to verify online.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 20th day of May, 2016.

Elaine F. Marshall

Secretary of State

SOSID: 0783290
Date Filed: 4/20/2007 12:03:00 PM
Elaine F. Marshall
North Carolina Secretary of State
C200711001258

State of North Carolina
Department of the Secretary of State

ARTICLES OF RESTATEMENT
FOR NONPROFIT CORPORATION

Pursuant to §55A-10-06 of the General Statutes of North Carolina, the undersigned corporation hereby submits the following for the purpose of restating its Articles of Incorporation.

- 1. The name of the corporation is: LIVING CHURCH OF GOD (INTERNATIONAL), INC
- 2. The text of the Restated Articles of Incorporation is attached.
- 3. *(Check a, b, c, and/or d, as applicable.)*
 - a. These Restated Articles of Incorporation were adopted by the board of directors and do not contain an amendment.
 - b. These Restated Articles of Incorporation were adopted by the board of directors and contain an amendment not requiring member approval. *(Set forth a brief explanation of why member approval was not required for such amendment.)* The corporation has no members
 - c. These Restated Articles of Incorporation contain an amendment requiring member approval, and member approval was obtained as required by Chapter 55A of the North Carolina General Statutes.
 - d. These Restated Articles of Incorporation contain an amendment requiring approval by a person whose approval is required pursuant to N.C.G.S. §55A-10-30, and such approval was obtained.
- 4. These articles will be effective upon filing, unless a delayed date and/or time is specified: _____

This the 20th day of APRIL, 20 07

LIVING CHURCH OF GOD (INTERNATIONAL), INC

Name of Corporation

Douglas S. Winnail
Signature

Douglas S Winnail, Secretary-Board of Directors

Type or Print Name and Title

Notes:

1. Filing fee is \$10, unless the Restated Articles of Incorporation include an amendment, in which case the filing fee is \$25. This document and one exact or conformed copy of these articles must be filed with the Secretary of State. *(Revised Jan 2003)*

Corporations Division

PO Box 29622

Raleigh, NC 27626-0622

SOSID: 0783290
Date Filed: 6/7/2005 9:43:00 AM
Effective: 6/30/2005
Elaine F. Marshall
North Carolina Secretary of State
C200515300005

State of North Carolina
Department of the Secretary of State

ARTICLES OF INCORPORATION
NONPROFIT CORPORATION

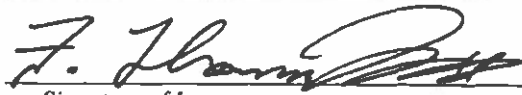
Pursuant to §55A-2-02 of the General Statutes of North Carolina, the undersigned corporation does hereby submit these Articles of Incorporation for the purpose of forming a nonprofit corporation.

1. The name of the corporation is: LIVING CHURCH OF GOD (INTERNATIONAL), INC.
2. (Check only if applicable.) The corporation is a charitable or religious corporation as defined in NCGS §55A-1-40(4).
3. The street address and county of the initial registered office of the corporation is:
Number and Street 2301 Crown Centre Drive
City, State, Zip Code Charlotte, NC 2822 7 County Mecklenburg
4. The mailing address *if different from the street address* of the initial registered office is:

5. The name of the initial registered agent is:
F. Thomas Turner, II
6. The name and address of each incorporator is as follows:
F. Thomas Turner, II 2301 Crown Centre Drive, Charlotte, NC 28227
7. (Check either a or b below.)
a. The corporation will have members.
b. The corporation will not have members.
8. Attached are provisions regarding the distribution of the corporation's assets upon its dissolution.
9. Any other provisions which the corporation elects to include are attached. See attached provisions
10. The street address and county of the principal office of the corporation is:
2301 Crown Centre Drive, Charlotte, NC 28227 County Mecklenburg
11. The mailing address *if different from the street address* of the principal office is:

12. These articles will be effective upon filing, unless a later time and/or date is specified: 11:58 p.m. EDT on June 30, 2005

This is the 6th day of MARCH, 2005.



Signature of Incorporator

F. Thomas Turner II, Assistant Secretary

Type or print Incorporator's name and title, if any

NOTES:

1. Filing fee is \$60. This document and one exact or conformed copy of these articles must be filed with the Secretary of State.

Revised January 2000

Form N-01

CORPORATIONS DIVISION

P. O. BOX 29622

RALEIGH, NC 27626-0622

ADDENDUM TO ARTICLES OF INCORPORATION
OF
LIVING CHURCH OF GOD (INTERNATIONAL), INC.
A NONPROFIT RELIGIOUS CORPORATION

I. PURPOSE

As the independent national model of the religious denomination known as *Living Church of God* (an international religious group) (the "Church"), the Living Church of God (International), Inc. (the "Corporation") is a nonprofit religious corporation and is not organized for the private gain of any person. It is organized under the North Carolina Nonprofit Corporation Act exclusively for religious purposes as defined in NCGS §55A-1-40(4).

Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code 1986 (or the corresponding provision of any future United States Internal Revenue Law), or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

II. TRUST FUNDS

The Corporation may establish one or more common trust funds for the purpose of furnishing investments to it or to any organization, society, or corporation holding funds or property for the benefit of it, or holding funds for the purpose of supporting a religious elder, minister of religion, religious pastor, or teacher or any building or buildings used by or owned by any of the foregoing, whether holding such funds or property as fiduciary or otherwise. Notwithstanding the provisions of any general or special law in any way limiting the right of any of the foregoing or the officers or directors thereof, as fiduciary or otherwise, to invest funds held by them, it shall be lawful for the Corporation to invest any or all of its funds or property in shares or interests of such common trust fund or trusts funds, provided, that, in the case of funds or property held as fiduciary, such investment is not prohibited by the wording of the will, deed, or other instrument creating such fiduciary relationship.

III. DEDICATION AND DISSOLUTION

(a) The property of the Corporation is irrevocably dedicated to religious or charitable purposes and no part of the net income or assets of the Corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private person or persons.

(b) On the dissolution or winding up of the Corporation by the Board of Directors, title to all of the Corporation's assets remaining after payment of, or provision

for payment of, all debts and liabilities of the Corporation, subject to NCGS § 55A-14-03, shall be vested in the Council of Elders, as then constituted, of the Church, to be held in trust for the nonprofit, charitable and religious benefit of the Church, if the Council of Elders should continue to exist, and, if not, the title to the Corporation's remaining assets shall be vested in a nonprofit fund, foundation, corporation, or organization, with similar and compatible beliefs, goals, aims and purposes, that is tax-exempt under Section 501(c)(3) of the United States Internal Revenue Code of 1986 and of which the Presiding Evangelist of the Church, or his successor pursuant to the *Canons of Evangelistic Discipline of the Living Church of God (the "Canons")*, is the principal, or leading principal.

(c) Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, such as the court shall determine, which are organized and operated exclusively for such purposes.

IV. LIMITATION ON CORPORATE ACTIVITIES

No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda, or otherwise attempting to influence legislation, nor shall the Corporation participate or intervene in any political campaign (including the publication or distribution or statements) on behalf of or in opposition to any candidate for public office.

V. DISTRIBUTION OF INCOME AND PROHIBITED ACTIVITIES

Notwithstanding any other provision in the Articles of Incorporation, the Corporation shall be subject to the following limitations and restrictions:

(a) The Corporation shall distribute its income for each taxable year at such a time and in such a manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986;

(b) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code 1986;

(c) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986;

(d) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986; and

(e) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue code of 1986.

VI. INITIAL DIRECTORS

The following persons shall serve as the initial directors of the Corporation and shall serve as provided in the Bylaws of the Corporation and the *Canons*, as the same may hereafter, from time to time, be amended:

Roderick C. Meredith, Chairman
Richard F. Ames
Charles E. Bryce
John H. Ogwyn
J. D. Crockett

VII. EXCULPATION OF DIRECTORS

To the fullest extent permitted by applicable law, no Director of the Corporation shall have any personal liability for monetary damages arising out of any action whether by or in the right of the Corporation or otherwise for breach of any duty as a Director. This paragraph shall not impair any right to indemnity from the Corporation that any Director may now or hereafter have. Any repeal or modification of this paragraph shall be prospective only and shall not adversely affect any limitation hereunder on the personal liability of a Director with respect to acts or omissions occurring prior to such repeal or modification.