

Amended Articles of Incorporation

The incorporator[s] herein hereby organize and create an organization as defined by law.

ARTICLE I THE NAME OF THE CORPORATION.

The name of the corporation shall be *PASTORAL CARE MANAGEMENT SERVICES*

SECTION 1 The principal office

The principal office of the corporation for the transaction of its business is Lakewood, WA Pierce County, address 5314 San Francisco Av. SW # 20 98499

SUB SECTION 1.1 Location

Subject to state law the primary business location may, upon approval of the Governing Board of Elders change and shall require amending of the Articles of Incorporation and Bylaws and appropriately filed.

ARTICLE II DURATION

The period of duration, shall be perpetual, with no expiration.

ARTICLE III THE PURPOSE OR PURPOSES FOR WHICH THE CORPORATION IS ORGANIZED

SECTION 1. PURPOSE

The primary purpose of this ministry shall be: To organize and establish an independent nonprofit tax exempt religious ministry consistent with IRS regulations with Ecclesiastical Authority and Government.

- a) To exercise Ecclesiastical leadership of the ministry and to provide comprehensive instruction and training in Biblical Principles, Mental Health Recovery education, and Ethics.
- b) To exercise Ecclesiastical and Executive Authority to Teach, give Ministerial Service and Support, and to provide certified and licensed Pastoral Care and Clergy credentials.
- c) To equip, certify, and license clergy, pastoral care practitioners, and faith based health service providers including monitoring of the licenses we issue.
- d) To inspire and ordain those inspired
- e) To perform and conduct any lawful activity.

SECTION 2. FOUNDING TRUTHS

- a) The Holy Bible is an actual document of the inspired written word of God.
- b) The Holy Bible contains the guidance that we are to live by, and the ministry shall be guided by these biblical principles in all decisions, functions, operations, and activities.
- c) The leadership of the organization shall be ordained clergy who have been ordained by an approved Christian ministry organization, by a ordained Clergy of good report, and endorsed by two or three witnesses from the local community of good report from a approved Christian ministry organization.
- d) That our faith [belief and way of life] does not rest in the wisdom of men, but in the power of, and word of God.
- e) The leadership of the organization shall be approved by PCMS Ecclesiastical Authority.

SECTION 3 . Registered Agent

The Registered Agent for the corporation is:

Ruben Brazzile, 5314 San Francisco Av SW # 20 Lakewood, WA 98499

ARTICLE IV MEMBERS

SECTION 1. Associate Members

- a) Pastoral Care Management Services organization is a ministry and it's membership consist of one (1) class of membership to wit: Associate Membership.
- b) Any individual, consumer, agency, organization, or stakeholders who desire to be an associate member, or gives any donation or contribution to the ministry may be considered an associate member.

SECTION 2 Associate Membership Process:

- a) All interested individuals, consumers, agencies, organizations, or stakeholders may be admitted to the membership of Pastoral Care Management Services by

completing and submitting an application for membership as designated by the Ecclesiastical Authority, and such associate membership has been approved.

- b) Associate members must be in agreement to support the mission, goals and objectives of the ministry.

ARTICLE V NUMBER ALLOWED AND DIRECTOR PREREQUISITE

SECTION 1. NUMBER ALLOWED AND DIRECTOR PREREQUISITE

- a) The Governing Board of Elders shall have no less than TWO (2) and no more than FIFTEEN (15) designated Directors the number of which may be changed by amendment of this Bylaw, or by repeal of this Bylaw and adoption of a new Bylaw, as provided in these Bylaws.
- b) An individual who desires the office of a Director shall first and foremost must have been ordained by an approved Christian ministry organization in good standing, by a ordained clergy of 2 years in good standing, and endorsed by two or three witnesses of good report from the local community and who have good standing with a Christian faith-based organization of 2 years.
- c) The Executive Officers, Elected, and Appointed Directors, including members appointed to the board, collectively shall be known, as the Governing Board of Elders, herein after referred to as 'the Board'.

SECTION 2. POWERS OF AUTHORITY

- a. Subject to the provisions of the WASHINGTON Nonprofit Corporate Law, the activities and affairs of this ministry shall be conducted and all corporate ministry powers shall be exercised by the Ecclesiastical Authority and Government established under the direction of the Governing Board of Elders formerly the Governing Board of Directors.
- b. As general powers: The Ecclesiastical Authority established by this ministry has final decision-making authority in all ministry and business matters.
- c. The Governing Board of Elders shall have over riding executive authority and decision-making ability that shall lie within its collective group structure.
- d. The Ecclesiastical Authority under the direction of the Governing Board of Elders sets the purpose, mission and objectives of the ministry; Must

approve changes to the bylaws and organization goals, must approve any alliance, or merger, and monitors program effectiveness, plans the future of the organization with input from the Governing Board of Elders through its Executive Director.

- e. The Board shall meet quarterly to ensure the ministry is on track with its objectives, make decisions on active items brought before the board and to ensure that there are sufficient finances to meet goals for the next year objectives.
- f. The Governing Board of Elders shall ensure that there are internal processes in place to track finances.

SUBSECTION 2.1: Duties of the Governing Board of Elders

It shall be the duty of the Governing Board of Elders to:

- (a) Perform any and all duties imposed on them collectively or individually by Ecclesiastical Authority, by the Articles of Incorporation, adopted policy or by these Bylaws;
- (b) Appoint and remove, employ and discharge, and, except as otherwise provided in these Bylaws, prescribe the duties and fix the compensation, if any, of all paid individuals including the Executive Director.
- (c) Supervise the Executive Director to assure that the duties are performed properly and consistent with expectations;
- (d) Meet at such times and places as required by these Bylaws;
- (e) Register their addresses, fax numbers, and email addresses with the Secretary of the ministry and notices of meetings mailed, faxed or emailed to them at such addresses shall be valid notices thereof.
- (f) Regularly attend board meetings in person or by tele-conference and important related meetings.
- (g) Makes serious commitment to participate actively in committee work.
- (h) Make reasonable efforts to volunteer for and willingly accept assignments and complete them thoroughly and on time.
- (i) Stay informed about committee matters, prepare themselves well for meetings, and

reviews and comments on minutes and reports.

(j) Get to know other committee members and builds a working relationship that contributes to consensus.

(k). is an active participant in the committee's annual evaluation and planning efforts.

(l) Participates in fund raising for the ministry.

SECTION 3: Legal Authority of the Governing Board of Elders:

- a) Pastoral Care Management Services, also referred to as PCMS, is registered in the State of Washington, as a nonprofit national ministry organization who provides a service of faith based health and mental health services; and who is also a national accreditation, and clergy credentialing organization who provides specialized instruction, clergy education, training, licensing and credentials.
- b) The ministry serves to provide faith based health services and pastoral care support to those who receive services, and to inspire, ordain, and appoint those inspired, and to equip, credential and license Clergy and certified Pastoral Care Practitioners, and faith based health services providers.
- c) The Governing Board of Elders being duly and lawfully established by vote of election herein establishes it's executive authority as the Governing Board of Elders for Pastoral Care Management Services.
- d) Whereas, The Governing Board of Elders believes that this ministry must establish Ecclesiastical Authority and Government that Ecclesiastical Authority and Government is necessary for proper government of the ministry the Governing Board of Elders herein creates Ecclesiastical Authority and Government for the ministry as outlined herein this document.
- e) The Governing Board of Elders sets forth that the government of the ministry shall be empowered with Executive and Ecclesiastical Authority to carry out the government, and administration for Pastoral Care Management Services.
- f) The Governing Board of Elders shall retain its legal obligations as a governing board but shall guide, advise and consult the Ecclesiastical Authority to ensure proper ethics, and effectual leadership of the ministry and compliance with approved policy standards.

SUB SECTION 3.1 Ecclesiastical Authority and Government:

- a) The leaders, laity, operations, duties, administration, acts, and the functions of the ministry organization shall be governed by the Ecclesiastical Authority and Government set forth by this document.

- b) It is the intent of the directors and the Governing Board of Elders to establish a continual and binding Ecclesiastical Authority and Government for the ministry and we hereby establish and institute Ecclesiastical Authority and Government for Pastoral Care Management Services, to be a ministry and herein invest and empowers Ecclesiastical Authority separately and individually, upon the General Overseer, and the Pastor, who are granted the ecclesiastical and executive authority, and shall have jurisdictional and executive authority over all matters of the ministry organization in any state, area or geographical location, including all past, present and future members, clergy, clients or associates of Pastoral Care Management Services or any of it subsidiaries.
- c) The General Overseer, Pastor and Elders are absolved from accidents, mistakes, errors or omissions while serving in office but ‘intentional’ criminal acts or ‘knowingly’ violating established policy shall be sufficient reason to sanction Ecclesiastical Authority invested in positions under this policy.
- d) Ecclesiastical Authority senior in title or position may sanction any Elder or associate member, and such sanction may include but is not limited to sanction, suppression, and discipline up to and including removal, separation, and ex-communication.
- e) All Ecclesiastical Authority may be sanctioned by the Governing Board of Elders which includes but is not limited to sanction, suppression, and discipline up to and including removal, separation, and ex-communication.
- f) **Government:** The government of the ministry is the power and authority of the Governing Board of Elders delegated to the Ecclesiastical Authority to exercise executive, Ecclesiastical and jurisdictional authority over the ministry, and such Ecclesiastical Authority shall be separately and individually, vested in the positions as listed herein:

- 1) **General Overseer:** The General Overseer shall be no less than a Bishop, an Office of the Clergy is an ordained minister of the gospel according to the holy bible and is the highest ecclesiastical executive authority.

Jurisdiction: Shall have Ecclesiastical privilege, and authority that extends into this ministry on all matters regarding the ministry and shall have ecclesiastical and jurisdiction over all matters of the Pastoral Care Management Services ministry ie: government, ministry business, and matter’s of faith, training, discipline, ministry functions, and ministry services. The General Overseer has the authority to suspend, or revoke, or to license or ordain any person consistent with his beliefs.

Term: no expiration

Reporting Responsibility The general overseer is subject to the legal and executive authority of the governing board of elders.

Additional duties: may serve as the President of the Pastoral Care Training and Credentialing Institute.

- 2) **Pastor:** The Pastor, an Office of the Clergy, is an ordained minister of the gospel according to the holy bible, and is the second highest ecclesiastical executive authority for the ministry next to and under the General Overseer,

Jurisdiction: Shall have Ecclesiastical Privilege. The Pastor shall be responsible for the day to day operations and activities of the ministry and shall be the primary senior Clergy responsible for the overall teaching, ministerial and pastoral care of the clients served, members, staff and clergy, The Pastor has the authority to suspend or revoke, or to license or ordain any person to a position of the Clergy consistent with his/her beliefs, and shall exercise executive authority of the ministry including executive and pastoral authority over all matters of the Pastoral Care Management Services ministry including ministry government, business, and individual matter's of faith, employment, appointments, ordinations, promotions, licensing, training, discipline, risk management, ministry functions, and ministry services.

Term: no expiration

Reporting Responsibility: The Pastor is subject to the ecclesiastical executive authority of the General Overseer.

Additional duties: is the Dean of Pastoral Care Practitioner Training, and Credentialing Standards.

- 3) **Elder:** An Office of the Clergy, shall be appointed by the Pastor, an Elder shall duly assist the Pastor in ministry matters appointed to him/her.

Jurisdiction: shall have ecclesiastical privilege when appointed under the Bishop and Pastor and has executive authority over matters appointed by the Bishop or Pastor An Elder is subject to the ecclesiastical authority of the General Overseer and the Pastor and may be appointed to executive positions in the ministry organization.

Term: no expiration

Reporting Responsibility: Reports to and may be sanctioned by the General Overseer, Pastor and the Governing Board of Directors.

- g) **Ecclesiastical Privilege:** The Ecclesiastical Authority shall have the privilege to exercise professional discretion in their individual judgment in determining the decisions they believe to be in the best interest of the ministry, and the general public served by the ministry while carrying out their duties and must be allowed to exercise their authority in all matters under their jurisdiction.
- 1) Ecclesiastical Authority may in their discretion absolve any individual from accidents, mistakes, errors or omissions except for 'intentional' *criminal acts against the ministry, or for 'knowingly' violating policy standards.*
 - 2) Ecclesiastical Authority may in their discretion acknowledge any individual by certificate, letter or credential for good standing or for successful completion of Courses, Classes, or Programs offered by PCMS or for having met Knowledge, Training, or Experience required for Courses, Classes, or Programs and issue and sign academic faith based credentials.
 - 3) Ecclesiastical Authority shall oversee issuance of Academic Credentialing to wit: faith based degrees of Doctorate [P.HD] , Masters [MA], Bachelors [BA], Associate of Arts [AA].
- h) Clergy are obligated and serve GOD first, then The Ministry or Church of GOD and for service for GODLY purposes, and service to our fellow citizens.
- i) This policy supersedes any other policy not in conformance to this policy standard.

SECTION 4. DIRECTOR ELECTIONS AND TERMS OF OFFICE

Election of Directors:

- a) There shall be associate members appointed and elected as Director's. Except as otherwise provided in these Bylaws, the Directors shall be an ordained Elder, elected by ballot at the annual meeting of the Governing Board of Elders prior to the expiration of the appointed term of office. Those persons who receive the highest number of votes shall be deemed to have been elected.
- b) An elected Director who may be an Elder shall be a member of the Governing Board of Elders. Each elected Director shall serve for a term of two (2) years. Any elected Director may be elected to no more than three (3) consecutive terms without separation.
- c) Appointed Directors are appointed to fill vacancies when an elected director's position becomes vacant. Appointed Directors have all rights of membership and

serve for the duration of the term of the position they are filling. Appointed directors are eligible for election at the next general election.

- d) Ecclesiastical Authority may ordain any person to the office of an Elder.
- e) All Elders serve on the Governing Board of Elders and shall have the right to cast one (1) vote upon any question properly brought forth with regard to any matter under the jurisdiction of the Board.
- f) All Director's serve on the Governing Board of Elders and shall have the right to cast one (1) vote upon any question properly brought forth with regard to any matter under the jurisdiction of the Board.
- g) Elder's who are also Directors shall have only one (1) vote.

SECTION 5. COMPENSATION AND REIMBURSEMENT

- a) A individual who is a Director may not be paid for any services rendered as a Director.
- b) The Board reserves the right to compensate any ecclesiastical authority, officer, director, staff or member for specific services. Any person may be paid for services rendered outside of their duty as a Officer, Director or Elder and may be reimbursed for travel or other expenses incurred officially acting for the ministry and approved by the Ecclesiastical Authority.
- c) Reimbursements are not guaranteed without proper authorization prior to expenditure.

SECTION 1. RESTRICTION REGARDING INTERESTED DIRECTORS

Notwithstanding any other provision of these Articles of Incorporation, not more than forty-nine percent (49%) of the persons serving on the Board may be interested persons. For the purposes of this Section, "interested persons" means either:

- (a) Any person currently being compensated by the corporation for services rendered it within the previous twelve (12) months, whether as a full- or part-time officer or other employee, independent contractor, or otherwise, excluding any reasonable compensation paid to a director as director; or
- (b) Any brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, or father-in-law of any such person.

SECTION 2. MAJORITY ACTION AS BOARD ACTION

Every act or decision done or made by a majority of the directors present at a meeting duly held at which a quorum is present, is the act of the Board of Elders, unless the Articles of Incorporation or Bylaws of this corporation, or provisions of the WASHINGTON Nonprofit Corporation Law, particularly those provisions relating to appointment of committees, approval of contracts or transactions in which a director has a material financial interest and indemnification of directors, require a greater percentage or different voting rules for approval of a matter by the Board.

SUB SECTION 2.1 Quorum:

- a) Each member of the Governing Board of Elders shall be entitled to cast one (1) vote at any gathering or meeting of the Governing Board of Elders on issues properly put forth in the meeting.
- b) At all meetings of the Governing Board of Elders, a quorum being present, all matters, except as otherwise provided by law or by the Articles of Incorporation, or by Bylaws, shall be decided by a 2/3's vote of those present in person or by teleconference that are entitled to vote.

SUB SECTION 2.2 Action without a Meeting:

Whereas, the board recognizes that when Ecclesiastical Authority, agrees that when the need arises as deemed by an Ecclesiastical Authority, or by an Elder of the Governing Board of Elders, or when any emergency situation exist, such an emergency may require immediate action, we find that it would serve the best interest of the ministry in a emergency situation, that we herein resolve that any action that may be taken by the Governing Board of Elders at a meeting, may be taken without a meeting if consent is obtained from the majority of the board of the current standing elders. Consent may be obtained by electronic means, or by written document, unless exigent circumstances warrant oral or verbal authorization.

SUB SECTION 2.3 Handling Confidential, Sensitive and Proprietary matters:

When Ecclesiastical Authority, or the governing board of elders, must discuss matters of a confidential, sensitive, or proprietary nature, as determined by the chair or Ecclesiastical Authority, it may do so in a private session called an executive session or "in camera".

Procedure for convening an executive session is as follows:

- a) A officer, director, Ecclesiastical Authority or Elder moves that the board go into executive session. If the motion is adopted by a majority of members, all present who are not members, or essential to the matter to be considered, may be excluded from the meeting.
- b) The secretary records in the minutes that the motion was carried. If there is some compelling reason to do so, the secretary may include the time and the names of the members present.
- c) The board/Executive Committee conducts its confidential business.
- d) Anyone not a board member must be invited by the board to attend.
- e) Ecclesiastical Authority or the Chair of the Governing Board of Elders may exclude any individual from attendance if deemed necessary.
- f) Minutes of the session are confidential. The secretary takes minutes but keeps them separate from the public minutes.

- g) The board reviews and approves the confidential minutes the next time it goes into executive session. If copies are distributed, the secretary collects them before the end of the executive session and destroys them immediately. If there is only one copy, the secretary reads the minutes aloud and the chair asks for corrections and/or approval.
- h) When the executive session is adjourned, the “public” minutes should record that the executive session has concluded.
- i) If, while in executive session, if by majority vote it is decided that secrecy should be lifted from a decision, the secretary records the decision in the “public” minutes. Otherwise, all persons are bound to respect the confidentiality of the session

SUB SECTION 2.4 Vacancies:

Any vacancies for Director on the Board of Elders may be filled by the Pastor, unless otherwise provided by law, policy or board resolution. A Director appointed to fill a vacancy shall be appointed for the unexpired term of his or her predecessor in office.

SECTION 3. NON-LIABILITY OF DIRECTORS, OFFICERS, EMPLOYEES AND OTHER AGENTS

The ecclesiastical authority, directors, officers, authorized employees, and other agents shall not be personally liable for judgments, errors, or omissions from any claims or lawsuits arising from mistakes, negligence, non-performance, debts, liabilities, or other obligations of the ministry provided that such provisions shall not eliminate or limit the liability of a director or officer for acts or omissions that involve intentional misconduct by a director or a knowing violation of law by a director, for conduct violating RCW 23B.08.310, or for any transaction from which the director will personally receive a benefit in money, property, or services to which the director is not legally entitled. No such provision shall eliminate or limit the liability of a director for any act or omission occurring prior to the date such provision becomes effective.

SECTION 4. INDEMNIFICATION BY CORPORATION OF DIRECTORS, OFFICERS, EMPLOYEES AND OTHER AGENTS

- a) To the extent that a person who is, or was, Ecclesiastical Authority, Director, officer, authorized employees or other agent of this ministry and such person has been successful on the merits in defense of any civil, criminal, administrative or investigative proceeding brought to procure a judgment against such person by reason of the fact that he or she is, or was, an agent of the ministry, or has been successful in defense of any claim, issue or

matter, therein, such person shall be indemnified against expenses actually and reasonably incurred by the person in connection with such proceeding.

- b) If such person either settles any such claim or sustains a judgment against him or her, then indemnification against expenses, judgments, fines, settlements and other amounts reasonably incurred in connection with such proceedings shall be provided by this ministry but only to the extent allowed by, and in accordance with the requirements of WASHINGTON Nonprofit Ministry Law.

SECTION 5. INSURANCE FOR MINISTRY AGENTS

Whereas, the Board of Elders understands the necessity to be protected from unintentional liability we, herein adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent of the ministry (including Ecclesiastical Authority, a director, officer, employee or other agent of the ministry) against any liability other than for violating provisions of law relating to self-dealing asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, whether or not the ministry would have the power to indemnify the agent against such liability under the provisions of WASHINGTON Nonprofit Corporate Law.

ARTICLE VII OFFICERS AND COMMITTEES

SECTION 1 Officers Number and Eligibility:

- a) The officers of the Ministry shall be known as the executive officers for the organization and shall consist of a Chairman (President), a Vice-Chair, a Secretary, Treasurer, Director of Pastoral Care Administration, Healthcare Administrator and Executive Director who shall be serve as the acting President in absence of the Chairman or Vice Chair.
- b) Ecclesiastical Authority as outlined in this document represent the appointed chief executive and jurisdictional government authority of the ministry and shall be executive 'Officer's' of the ministry organization who serve without term.
- c) Officers shall be voting members of the Ministry. Such other officers and assistant officers as may be deemed necessary may be elected or appointed by the Board of Elders.

SECTION 2 Good Faith policy

In performing the duties of a Ecclesiastical Authority, Director, or Officer, a director and officer shall be entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, in good faith, in each case prepared _____ or _____ presented _____ by:

a.) One or more co-officers, employees, or volunteers of the corporation whom the director believes to be reliable and competent in the matter presented;

b.) Counsel, public accountants, or other persons as to matters which the director believes to be within such person's professional or expert competence; or

c.) A committee of the board upon which the director does not serve, duly designated in accordance with a provision in the articles of incorporation or bylaws, as to matters within its designated authority, which committee the director believes to merit confidence; so long as, in any such case, the director acts in good faith, after reasonable inquiry.

SECTION 3 Election and Term of Office:

(a) Unless otherwise specified in these Articles of Incorporation, all elected directors and officers of the Corporation shall be elected for a two (2) year term. Elections shall be by ballot. Executive Officers automatically become members of the Board of Elders.

SECTION 4 Removals From Office:

a)

Unless otherwise provided in these articles, any person elected, appointed, hired or accepted as a volunteer to a position as a Director, Officer, Staff or volunteer may be removed from the position upon which they were elected, appointed, hired or volunteered for following a impartial determination by a ethics committee that a violation has occurred and removal from office is deemed to be reasonable and necessary for the integrity, or orderly operation of the ministry.

b) Any person elected, appointed, or hired by the Board of Elders under a binding, or other written agreement may be removed by resolution of the Board of Elders, for cause.

c) The removal of any officer, or director for reasonable cause, shall require the testimony of two or three witnesses and such testimony is relied upon as being completely truthful.

d) Subject to endorsement by Ecclesiastical Authority and Government the Governing Board of Elders may make resolution regarding such removal, or refer the matter to a impartial ethics committee for further investigation, review, final determination, or disposition.

SECTION 5 Vacancies:

A vacancy in any office because of death, resignation, removal, disqualification, or any other reason may be filled by the Pastor for the unexpired portion of the term.

ARTICLE VIII Dissolution

SECTION 1 Voluntary dissolution.

The ministry may dissolve and wind up its affairs in the following manner:

(1) Where there are members having voting rights with regard to the question, the board of elders shall adopt a resolution recommending that the ministry be dissolved, and directing that the question of such dissolution be submitted to a vote at a meeting of members having such voting rights, which may be either an annual or a special meeting. Notice in the form of a record stating that the purpose, or one of the purposes, of such meeting is to consider the advisability of dissolving the ministry, shall be given to each member entitled to vote at such meeting, within the time and in the manner provided in this chapter for the giving of notice of meetings of members. A resolution to dissolve the ministry shall be adopted upon receiving at least two-thirds of the votes which members present at such meeting or represented by proxy are entitled to cast.

(2) Where there are no members, or no members having voting rights with regard to the question, the dissolution of the ministry shall be authorized at a meeting of the board of elders upon the adoption of a resolution to dissolve by the vote of a majority of the _____ directors _____ in _____ office.

Upon the adoption of such resolution by the members, or by the board of elders where there are no members or no members having voting rights, the ministry shall cease to conduct its affairs except in so far as may be necessary for the winding up thereof, shall immediately cause a notice of the proposed dissolution to be mailed to each known creditor of the corporation, to the attorney general with respect to assets, and to the department of revenue, and shall proceed to collect its assets and apply and distribute them as provided in this chapter.

ARTICLE IX DISTRIBUTION OF ASSETS

SECTION 1

The assets of a ministry in the process of dissolution shall be applied and distributed as follows:

(A) All liabilities and obligations of the ministry shall be paid, satisfied and discharged, or adequate provision shall be made therefore;

(B) Assets held by the ministry upon condition requiring return, transfer or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred or conveyed in accordance with such requirements;

(C) Assets received and held by the corporation subject to limitations permitting their use only for charitable, religious, eleemosynary, benevolent, educational or similar purposes, but not held upon a condition requiring return, transfer or conveyance by reason of the dissolution, shall be transferred or conveyed to one or more domestic or foreign ministries or corporations, societies or organizations engaged in activities substantially similar to those of the dissolving corporation, pursuant to a plan of distribution adopted as provided in this chapter;

(4) Other assets, if any, shall be distributed in accordance with the provisions of the articles of incorporation or the bylaws to the extent that the articles of incorporation or bylaws determine the distributive rights of members, or any class or classes of members, or provide for distribution to others;

(5) Any remaining assets may be distributed to such persons, societies, organizations or domestic or foreign corporations, whether for profit or not for profit, as may be specified in a plan of distribution adopted as provided in this chapter.

ARTICLE X NAME OF CORPORATION TO WHOM ASSETS ARE TO BE DISTRIBUTED
IN THE EVENT OF DISSOLUTION

Love in Action, a nonprofit religious ministry.

ARTICLE XI THE NAME AND ADDRESS OF EACH INCORPORATOR.

Ruben Brazzile, Pastor
5314 San Francisco Av SW #20
Lakewood, WA 98499

Certificate of Adoption

These Amended Articles of Incorporation were Approved and Accepted as corrected by the Executive Committee by six (6) votes in favor of consisting of (3) Executive Officers and (3) Directors herein by vote on this **28th Day of May, 2011.**

/s/ Elder Robin Webb
Director of Pastoral Care and Administration - Acting Secretary