

1 0 2 5 7 3 3 3 3 3

TO THE SECRETARY OF STATE OF TEXAS:

RESTATED ARTICLES OF INCORPORATION
OF
EAGLE MOUNTAIN INTERNATIONAL CHURCH, INC.

FILED
In the Office of the
Secretary of State of Texas
MAY 20 1997
Corporations Section

1. EAGLE MOUNTAIN INTERNATIONAL CHURCH, INC. pursuant to the provisions of Article 4.06 of the Texas Non-Profit Corporation Act, hereby adopts these Restated Articles of Incorporation which accurately copy the Articles of Incorporation and all amendments thereto that are in effect to date and as further amended by such Restated Articles of Incorporation, and this instrument contains no other change in any provision thereof. Such Restated Articles of Incorporation more clearly express the religious purposes of the Non-Profit Corporation, and reflect more specifically the Non-Profit exempt purposes of the Corporation since its inception.

2. The Restated Articles of Incorporation were adopted in the following manner:

The Restated Articles of Incorporation were adopted at a meeting of the Members and Directors held on January 20, 1996, and received the vote of all the Members and Directors then in office having voting rights in respect thereof.

3. The Articles of Incorporation and all amendments and supplements thereto are hereby superseded by the following Restated Articles of Incorporation which accurately copy the entire text thereof:

RESTATED ARTICLES OF INCORPORATION

TO THE SECRETARY OF STATE OF TEXAS:

We, the undersigned Members and Directors,

<u>NAME</u>	<u>ADDRESS</u>
KENNETH M. COPELAND	14355 Morris Dido Road NEWARK TX 76071-9501
GLORIA J. COPELAND	14355 Morris Dido Road NEWARK TX 76071-9501
JERRY SAVELLE	14355 Morris Dido Road NEWARK TX 76071-9501
CAROLYN SAVELLE	14355 Morris Dido Road NEWARK TX 76071-9501
JESSE DUPLANTIS	14355 Morris Dido Road NEWARK TX 76071-9501
HAROLD NICHOLS	14355 Morris Dido Road NEWARK TX 76071-9501
JAMES (MAC) HAMMOND	14355 Morris Dido Road NEWARK TX 76071-9501
LYNNE HAMMOND	14355 Morris Dido Road NEWARK TX 76071-9501
LOYAL FURRY	14355 Morris Dido Road NEWARK TX 76071-9501
BILL MCLELLAN	14355 Morris Dido Road NEWARK TX 76071-9501

being persons legally competent to restate the Articles of Incorporation of EAGLE MOUNTAIN INTERNATIONAL CHURCH, INC., pursuant to the provisions of the State of Texas, do hereby execute and submit the following Restated Articles of Incorporation.

J

The original Articles of Incorporation of EAGLE MOUNTAIN INTERNATIONAL CHURCH, INC. were filed in the office of the Secretary of State of the State of Texas, on the 23rd day of May, 1968, pursuant to the Texas Non-Profit Corporation Act of the State of Texas, and were amended on June 8, 1978; May 30, 1979; March 24, 1981; November 10, 1981; December 13, 1983; and June 13, 1986, and the above described and named Board of Trustees and Members of EAGLE MOUNTAIN INTERNATIONAL CHURCH, INC. hereby represent and state to said Secretary of State of the State of Texas, that no shares of stock, representing any ownership interest in said EAGLE MOUNTAIN INTERNATIONAL CHURCH, INC. have been issued. The Restated Articles of Incorporation of EAGLE MOUNTAIN INTERNATIONAL CHURCH, INC. filed on the 13th day of June, 1986 in the office of the Secretary of State of the State of Texas, are hereby restated as follows, by substituting the following Articles in their place, in their entirety, to-wit:

RESTATED ARTICLES OF INCORPORATION
OF
EAGLE MOUNTAIN INTERNATIONAL CHURCH, INC.

J U N 1 1 2 1 1 7

RESTATED ARTICLES OF INCORPORATION

ARTICLE I

The name of this corporation shall be EAGLE MOUNTAIN INTERNATIONAL CHURCH, INC. The corporation may also be known by a shortened form of the above-style, and may be represented by the shorter form to the public, to-wit: EAGLE MOUNTAIN CHURCH. The corporation may also be known by a shortened form of the above-style, and may be represented by the shorter form to the public, to-wit: KENNETH COPELAND MINISTRIES.

ARTICLE II

A. This corporation is a not-for-profit corporation and is not organized for the private gain of any person. It is organized under the Non-Profit Corporation Act exclusively for religious purposes.

B. The specific purpose for which this corporation is formed is to further the Gospel of the Lord Jesus Christ, and to engage in any lawful act or activity for which corporations may be organized under the Non-Profit Corporation Act.

C. The duration of the corporation is perpetual.

D. The corporation shall not have capital stock.

E. The corporation elects to have no members. Any action which would otherwise require a vote of members shall require only a vote of the Board of Directors, and no meeting or vote of members shall be required for this Corporation, any provision of the Articles of Incorporation of this Corporation or the Bylaws of the corporation to the contrary notwithstanding.

F. The corporation, a church, elects the ecclesiastical form of church government, whereby the Board of Directors shall be the highest ecclesiastical tribunal of the church, and shall be the final arbiter of all questions of church doctrine, church discipline, church property, church policy, and church polity of every kind and nature whatsoever, and the Board of Directors in its deliberations as the ecclesiastical government of the church shall use as its sole and final authority and standard the Holy Scriptures, Old and New Testaments, King James Version.

ARTICLE III

A. The name and address of the current registered agent and the principal office of the corporation are:

Registered Agent: JOHN COPELAND

Registered Office: 14355 Morris Dido Road

Mailing Address: same

City, Zip Code, County: NEWARK TX 76071-9501 (TARRANT County)

ARTICLE IV

The Board of Directors shall be at least three (3) in number.

ARTICLE V

A. This corporation is organized and operated exclusively for religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (the "Code").

B. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

C. The property of the Corporation is irrevocably dedicated to nonprofit religious purposes. No part of the net earnings of the Corporation shall inure to the benefit of its directors, officers, or to any other individual, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments in the furtherance of the nonprofit religious purposes of the Corporation.

D. Upon the winding up and dissolution of the Corporation, the Board of Directors shall, after paying or adequately providing for all the debts, obligations, and liabilities of the Corporation, distribute the remaining assets of the Corporation exclusively for the nonprofit religious purposes of the Corporation in such manner as the Board of Directors shall in its sole discretion determine, or shall distribute the remaining assets of the Corporation to such organization or organizations which are organized and operated exclusively for the nonprofit religious purposes of the Corporation and which are tax exempt under Section 501(c)(3) of the Code, as the Board of Directors in its sole discretion shall determine.

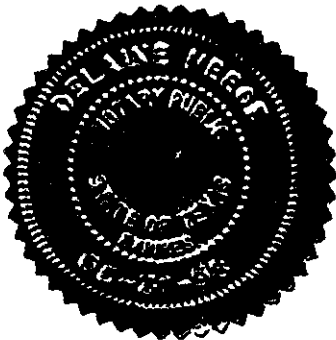
E. In furtherance of its religious nonprofit tax-exempt purposes, the Corporation shall have the following powers and authority:

- (a) To do all acts, including ordination of ministers of the Gospel, perform all functions, and carry on all activities permitted by the nonprofit corporation laws of the State of Texas or of any other State in which the Corporation is qualified to act.
- (b) To have and exercise all powers and rights enjoyed by corporations generally in the State of Texas, and in any State in which the Corporation is qualified to act, as long as the exercise of such powers is not specifically prohibited for nonprofit religious corporations.
- (c) To use all media, whether now known or hereafter discovered, including, but not limited to, print, television, and radio.
- (d) To exercise such incidental powers as may reasonably be necessary to carry out the purposes for which the Corporation is established, provided that such incidental powers shall be exercised in a manner consistent with its tax-exempt status as a religious organization as set forth in Section 501(c)(3) of the Code.
- (e) Notwithstanding any other provisions of the Articles of Incorporation or the Bylaws, the Corporation shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the nonprofit religious purposes of the Corporation, and the Corporation shall not carry on any activity not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3)

of the Code, or under the corresponding section of any future United States revenue law; or (b) by a corporation, contributions to which are deductible under 170(b)(1)(A)(i) of the Code, or the corresponding section of any future United States revenue law.

This action was taken by unanimous written consent of all members having voting rights in respect thereof, and of the Board of Directors of the corporation in accordance with the appropriate statutes of the State of TEXAS requiring no notice and received the vote of all the Members and the Board of Directors in office.

IN WITNESS WHEREOF, we the undersigned Members, Board of Directors, and Officers, have hereunto set our hands in NEWARK, TEXAS on this 27th day of January, 1996.^{7th}



Kenneth M. Copeland
KENNETH M. COPELAND
President and Director

Gloria J. Copeland
GLORIA J. COPELAND
Executive Vice President and Director

George Pearsons
GEORGE PEARSONS
Secretary/Treasurer

STATE OF TEXAS)
)
COUNTY OF TARRANT)

Subscribed and sworn to by KENNETH M. COPELAND, President and Director; GLORIA J. COPELAND, Executive Vice President and Director; GEORGE PEARSONS, Secretary/Treasurer, before me on this 27th day of January, 1996.^{7th}

Delaine Neece
NOTARY PUBLIC

My Commission Expires: 5-31-98

IN WITNESS WHEREOF, we the undersigned Members, Board of Directors, and Officers, have hereunto set our hands in 11 Worth, TEXAS on this 27th day of January, 1996. 7 of 11

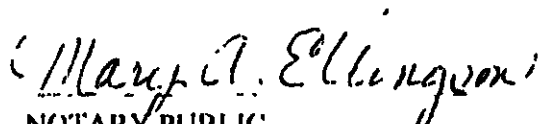

JERRY SAVELLE, Director


CAROLYN SAVELLE, Director

STATE OF TEXAS)
)
COUNTY OF TARRANT)

Subscribed and sworn to by JERRY SAVELLE, Director; CAROLYN SAVELLE, Director; before me on this 3rd day of October, 1996.




NOTARY PUBLIC

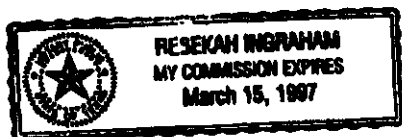
My Commission Expires: 11/28/96

IN WITNESS WHEREOF, we the undersigned Members, Board of Directors, and Officers, have hereunto set our hands in Jt Worth, TEXAS on this 7th day of October, 1996.

Harold Nichols
HAROLD NICHOLS, Director

STATE OF TEXAS)
)
COUNTY OF TARRANT)

Subscribed and sworn to by HAROLD NICHOLS, Director; before me on this 7th day of October, 1996.



Reeseah Ingraham
NOTARY PUBLIC

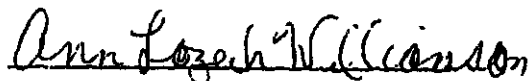
My Commission Expires: 3-15-97

IN WITNESS WHEREOF, we the undersigned Members, Board of Directors, and Officers, have hereunto set our hands in Ilwaco, TEXAS on this 21st day of November, 1996.

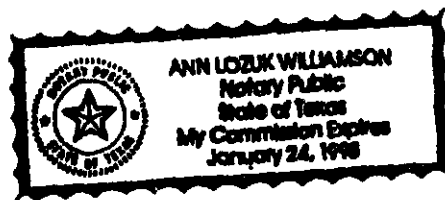

LOYAL FURRY, Director

STATE OF TEXAS)
)
COUNTY OF TARRANT)


Subscribed and sworn to by LOWELL FURRY, Director; before me on this 21st day of November, 1996. LOYAL


NOTARY PUBLIC

My Commission Expires: 1/24/98



IN WITNESS WHEREOF, we the undersigned Members, Board of Directors, and Officers, have
hercunto set our hands in Fort Worth, LOUISIANA on this 34th day of
September, 1996. Texas

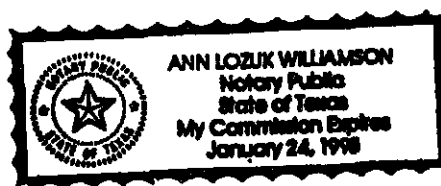
Jesse Duplantis
JESSE DUPLANTIS, Director

STATE OF LOUISIANA Texas
COUNTY OF Tarrant

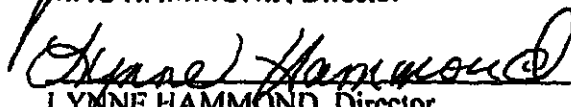
Subscribed and sworn to by JESSE DUPLANTIS, Director; before me on this 27th day of
September, 1996.

Ann Lozik Williamson
NOTARY PUBLIC

My Commission Expires: 1/24/98



IN WITNESS WHEREOF, we the undersigned Members, Board of Directors, and Officers, have hereunto set our hands in Brooklyn Park, MINNESOTA on this 6th day of November, 1996.

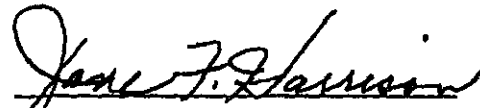

MAC HAMMOND, Director

LYNNE HAMMOND, Director

STATE OF MINNESOTA)

COUNTY OF HENNEPIN)

Subscribed and sworn to by MAC HAMMOND, Director; LYNNE HAMMOND, Director;
before me on this 6th day of November, 1996.




NOTARY PUBLIC

My Commission Expires: 1/31/2000

IN WITNESS WHEREOF, we the undersigned Members, Board of Directors, and Officers, have hereunto set our hands in St. Worth, ^{Texas on} OKLAHOMA on this 27th day of January, 1998.^{on}

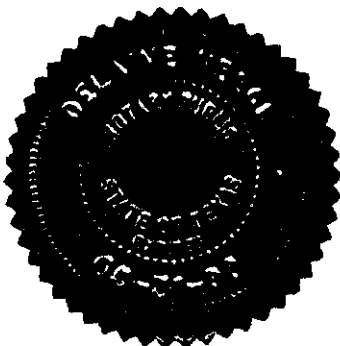
Bill McClellan
BILL MCLELLAN, Director

Texas on
STATE OF OKLAHOMA)
COUNTY OF Tarrant)

Subscribed and sworn to by BILL MCLELLAN, Director; before me on this 27th day of January, 1998.^{on}

Delaine Nease
NOTARY PUBLIC

My Commission Expires: 5-31-98



2010. 10. 25. 10. 25. 10. 25.

Address: 14355 Morris Dido Road
City: NEWARK State: TEXAS Zip: 76071-9501

President /
KENNETH M. COPELAND

Date: January 27, 1996 ⁷ *DN*

Subscribed and sworn to by KENNETH M. COPELAND before me on this 27th day of January, 1996.⁷ on

Debra J. Green
NOTARY PUBLIC

15