BYLAWS OF

EAGLE MOUNTAIN CHURCH

A NONPROFIT RELIGIOUS CORPORATION

ARTICLE I

PRINCIPAL OFFICE

The principal office for the transaction of the business of Eagle Mountain Church is fixed and located in Ft. Worth, Texas. The Board of Directors may at any time or from time to time change the location of the principal office from one location to another in the State of Texas. The Corporation may also have offices at such other places, within or without the State of Texas, where it is qualified to do business, as its business may require and as the Board of Directors may from time to time designate.

ARTICLE II

MEMBERSHIP

SECTION 1. NO MEMBERS.

The Corporation hereby elects to have no members.

Any action which would otherwise require a vote of members shall require only a vote of the members 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 to the contrary notwithstanding.

All rights which otherwise would vest in the members shall vest in the Directors.

SECTION 2. CORPORATION IS A CHURCH.

The Corporation is sometimes referred to in these Bylaws as "the Church", in recognition of the principal nonprofit religious purpose for which it was organized.

ARTICLE III

DIRECTORS

SECTION 1. POWERS.

Subject to any limitations in the Articles of Incorporation of the Corporation, or in these Bylaws, the activities and affairs of the Corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the Board of Directors, which sometimes hereinafter shall be referred to as the "Board". The Board may delegate the management of the activities of the Corporation to any person or persons, management company, or committee, however composed, provided that the activities and affairs of the Corporation shall be managed and all corporate powers shall be exercised under the ultimate direction of the Board.

SECTION 2. AUTHORIZED NUMBER.

The authorized number of Directors comprising the Board of Directors of the Corporation shall be no less than three.

The Directors of the Corporation on the date of adoption of these Bylaws are:

Kenneth Copeland
Gloria Copeland
Jerry Savelle
Carolyn Savelle
Harold Nichols
James (Mac) Hammond
Lynne Hammond
Loyal Furry
Bill McLellan

SECTION 3. ELECTION AND TENURE OF OFFICE.

At each regular meeting of the Board, Directors shall be elected to hold office until the next regular meeting.

Each Director, including a Director elected to fill a vacancy, shall hold office until the expiration of the term for which elected and until a successor has been elected.

A Director may not resign if his or her resignation would cause the Corporation to be without any Directors.

SECTION 4. PLACE OF MEETINGS.

Meetings of the Board may be held at any place, within or without the State, which has been designated in the notice of meeting, or, if not stated in the notice or if there is no notice, designated in these Bylaws, or by resolution of the Board.

SECTION 5. REGULAR MEETINGS.

The regular meeting of the Directors shall be held annually, at the time and on the date as follows:

TIME OF MEETING: 10:00 A.M.

DATE OF MEETING: 3rd Week in January

If this day shall be a legal Holiday, then the meeting shall be held on the next succeeding business day, at the same hour. At the regular meeting, the Directors shall elect a Board of Directors for the next year, elect Officers to manage the business of the Corporation for the next year, consider reports of the affairs of the Corporation, and transact such other business as may be properly brought before the meeting.

SECTION 6. SPECIAL MEETINGS.

Special meetings of the Board of Directors may be called by the President, the Vice President, the Secretary, or any two (2) Directors.

SECTION 7. REGULAR MEETINGS - NOTICE.

Regular meetings of the Board of Directors may be held without notice because the time and place of such meeting is fixed in Article III, Section 5 of these Bylaws.

SECTION 8. SPECIAL MEETINGS - NOTICE.

Special meetings of the Board of Directors shall be held upon four (4) days' notice by first-class mail or forty-eight (48) hours' notice delivered personally or by telephone or telegraph. Neither the Articles of Incorporation nor these Bylaws may dispense with notice of a special meeting. A notice of a special meeting of the Board need not specify the purpose of any special meeting of the Board.

SECTION 9. WAIVER OF NOTICE.

Notice of a meeting need not be given to any Director who signs a waiver of notice or a consent to holding the meeting or an approval of the minutes thereof, whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to such Director. All such waivers, consents and approvals shall be filed with the Corporate records or made a part of the minutes of the meetings.

SECTION 10. DIRECTORS ACTING WITHOUT A MEETING BY UNANIMOUS WRITTEN CONSENT.

Any action required or permitted to be taken by the Board may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board. Such action by written consent shall have the same force and effect as a unanimous vote of such Directors.

SECTION 11. NOTICE OF ADJOURNMENT.

A majority of the Directors present, whether or not a quorum is present, may adjourn any meeting to another time and place.

SECTION 12. DEADLOCK.

In the case where the Board shall, by reason of deadlock, (whether because an even number of Directors is seated on the Board, or because certain Directors are absent even though a quorum is present, or because of abstention, or for any other reason), be unable to reach a conclusive vote on any issue before the Board, then, in such instance, the President shall cast a ballot, which shall be known as a "majority ballot", so that an official act or decision may be taken by the Board. If the President also serves as a Director of the Corporation, the majority ballot shall be cast in addition to the regular Director's vote cast by the President.

SECTION 13. VETO.

The President, charged in his capacity with the supervision, direction, and control of the business of the Corporation, shall in his sole discretion be empowered to veto any resolution of the Board which the President shall determine is not in the best financial or operational interests of the Corporation or not in furtherance of the nonprofit religious purposes of the Corporation, and such vetoed resolution shall thenceforth be null, void, and of none effect.

No resolution of the Board of Directors removing a Director or Directors pursuant to Article III, Section 18 shall become effective unless signed by the President.

No resolution of the Board of Directors removing an Officer or Officers pursuant to Article IV, Section 4 shall become effective unless signed by the President.

SECTION 14. QUORUM.

One-half of the number of, but not less than two, Directors authorized in these Bylaws constitutes a quorum of the Board for the transaction of business.

Every act or decision 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. Neither the Articles of Incorporation of the Corporation nor these Bylaws may provide that a lesser vote than the majority of the Directors present at a meeting is the act of the Board. A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of Directors, if any action taken is approved by at least a majority of the required quorum for such meeting or by such greater number as is required by the Articles of Incorporation of the Corporation.

The provisions of this Section 14 apply also to committees of the Board and Incorporators and action by such committees and Incorporators, mutatis mutandis.

SECTION 15. USE OF CONFERENCE TELEPHONE.

Members of the Board may participate in a meeting through use of a conference telephone or similar communications equipment, so long as all members participating in such meeting can hear one another. Participation in a meeting pursuant to this Section 15 constitutes presence in person at such meeting.

SECTION 16. COMPENSATION OF DIRECTORS.

Directors, as such, shall not receive any stated salary for their services, but by resolution of the Board a fixed sum and expenses of attendance, if any, may be allowed for attendance at each regular or special meeting of the Board; provided that nothing herein contained shall be construed to preclude any Directors from serving the Corporation in any other capacity and receiving compensation therefor.

SECTION 17. EXECUTIVE AND OTHER COMMITTEES.

The Board may, by resolution adopted by a majority of the number of Directors then in office, provided that a quorum is present, create one (1) or more committees, each consisting of two (2) or more Directors, to serve at the pleasure of the Board. Appointments to such committees shall be by a majority vote of the Directors then in office. The Board may appoint one (1) or more Directors as alternate members of the committee, or may replace any absent member at any meeting of the committee. Any such committee shall have all the authority of the Board, except with respect to:

1. The filling of vacancies on the Board or any committee.

2. The fixing of compensation of the Directors for serving on the Board or on and committee.

3. The amendment or repeal of Bylaws or adoption of new Bylaws.

4. The amendment or repeal of any resolution of the Board which by its express terms may not be so amended or repealed.

5. The appointment of committees of the Board or members thereof.

SECTION 18. REMOVAL OF A DIRECTOR FOR OR WITHOUT CAUSE.

For Cause: The Board may declare vacant the office of a Director who has been convicted of a felony; or found, based on the Director's personal admission, the testimony of 2 eyewitnesses of good character, or unambiguous authentic photographic or written evidence, to have committed any of the following offenses: (1) use of illegal drugs (2) chronic alcoholism (3) adultery or fornication (4) theft of church funds.

If a Director removed according to the preceding paragraph repents according to the Holy Scriptures, then the Board shall consider making available to such Director counseling and rehabilitation services as may be deemed necessary by the Board, including partial or full payment for the same by the Corporation. The decision of the Board of Directors in this matter shall be final.

Without Cause: Any or all Directors may be removed without cause if such removal is approved or ratified by the affirmative vote of a majority of the votes represented and voting at a duly held meeting of Directors at which a quorum is present, subject, however, to the provisions of Article III Section 13 of these Bylaws.

SECTION 19. FILLING VACANCIES ON THE BOARD.

Vacancies on the Board may be filled by a majority of the Directors then in office, whether or not less than a quorum, with the approval of the President; or by a sole remaining Director.

SECTION 20. INDEMNIFICATION.

The Corporation shall, to the maximum extent permitted by Texas Corporation law, indemnify each of its agents against expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred in connection with any proceeding arising by reason of the fact any such person is or was an agent of the Corporation. For purposes of this Article, an "agent" of the Corporation includes any person who is or was a Director, Officer, employee or other agent of the Corporation, or is or was serving at the request of the Corporation as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, or was a Director, Officer, employee or agent of a corporation which was a predecessor corporation of the Corporation or of another enterprise at the request of such predecessor corporation.

predecessor corporation.

SECTION 21. NONASSESSABILITY.

The private property of the Directors and Officers of the Corporation shall be nonassessable and shall not be subject to the payment of any corporate debts, nor shall the Directors or Officers of the Corporation become individually liable or responsible for any debts or liabilities of the Corporation.

ARTICLE IV

OFFICERS

SECTION 1. OFFICERS.

The Officers of the Corporation shall be a President, a Vice President, a Secretary, and a Treasurer. The Corporation may also have, at the discretion of the Board of Directors, one or more additional Vice Presidents, one or more Assistant Secretaries, one or more Assistant Treasurers, and such other Officers as may be appointed in accordance with the provisions of these Bylaws. Any number of offices may be held by the same person, except that neither the Secretary nor the Treasurer may serve concurrently as the President of the Corporation.

SECTION 2. ELECTIONS.

The officers of the Corporation, except such officers as may be otherwise appointed in accordance with the provisions of these Bylaws, shall be chosen annually by the Board of Directors, and each shall hold office until such officer shall resign or shall be removed or otherwise disqualified to serve, or a successor shall be elected.

SECTION 3. SUBORDINATE OFFICERS.

The Board of Directors may appoint, or may confer on any Officer of the Corporation the right to appoint, such other Officers as the business of the Corporation may require, each of whom shall hold offices for such period, have such authority and perform such duties as are provided in these Bylaws or as the Board of Directors may from time to time determine.

SECTION 4. REMOVAL AND RESIGNATION.

Any Officer may be removed with or without cause by a majority of the Directors at the time in office at any regular or special meeting of the Board of Directors, or, except in the case of an Officer chosen by the Board of Directors, by any Officer upon whom such power of removal may be conferred by the Board of Directors, subject to Article III Section 13 of these Bylaws.

Any Officer may resign at any time by giving written notice to the Corporation. Any such resignation shall take effect on the date of the receipt of such notice, or at any later time specified therein; and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

SECTION 5. VACANCIES.

A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled in the manner prescribed in these Bylaws for regular appointments to such office.

SECTION 6. PRESIDENT.

The President shall be the Chief Executive Officer of the Corporation, and shall have general supervision, direction and control of the business and Officers of the Corporation. The President shall determine the general policies and best financial and operating interests of the Corporation, and shall be vested with the authority to determine and further the nonprofit religious purposes of the Corporation. The President shall preside at all meetings of the Board of Directors, shall be ex officio a member of all the standing committees, including any Executive Committee, and shall have the general powers and duties of management usually vested in the office of President of a Corporation, and shall have such other powers and duties as may be prescribed by the Board of Directors or these Bylaws.

The President may serve as Senior Pastor of the Church. The President may resign as Pastor without resigning as President. The President may serve as Senior Pastor and the church may also have a Pastor who ministers on a weekly basis. The Senior Pastor may designate a successor Pastor. In the absence of other written designation of a successor Pastor, the wife of the Senior Pastor (or in the case of an unmarried Pastor, the Vice President) shall become the successor Pastor, and this paragraph shall be deemed written designation of same.

The Senior Pastor on the date these Bylaws are adopted is Kenneth Copeland. The Pastor on the date these Bylaws are adopted is George Pearsons.

The Pastor shall have general oversight of all spiritual matters concerning the Church, according to the Holy Scriptures. The Pastor shall function as shepherd, teacher, and leader for the Church.

In event of the death or resignation of the Pastor without the written designation (actual or deemed) of a successor Pastor, the Board of Directors of the Church, shall recruit a qualified candidate to become Pastor. If the predecessor Pastor was also President of the Corporation, then the new Pastor may also succeed him as President, with the unanimous consent of the Board.

The President of the Corporation on the date of adoption of these Bylaws is Kenneth Copeland.

SECTION 7. VICE PRESIDENTS.

In the absence, (other than on vacation or on the business of the Corporation) or disability (if the same continues longer than one (1) year) of the President, the Vice President shall perform all the duties of the President, and when so acting shall have all the powers of, (except those powers enumerated in Article III, Sections 12 and 13), and be subject to all the restrictions upon, the President. The Vice President shall have such other powers and perform such other duties as from time to time may be prescribed by the Board of Directors or these Bylaws.

The Executive Vice-President of the Corporation on the date of adoption of these Bylaws is Gloria Copeland. The Operations Vice President is John Copeland.

SECTION 8. SECRETARY.

The Secretary shall keep, or cause to be kept, a book of minutes at the principal office or such other place as the Board of Directors may order, of all meetings of Directors with the time and place of holding, whether regular or special, and if special, how authorized, the notice thereof given, the names of those present at meetings of the Board of Directors and the proceedings thereof.

The Secretary shall give, or cause to be given, notice of all meetings of the Board of Directors required by these Bylaws or by law to be given, and shall keep the seal of the Corporation in safe custody, and shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or the Bylaws.

The Secretary of the Corporation on the date of adoption of these Bylaws is George Pearsons.

SECTION 9. ASSISTANT SECRETARY.

In the absence or disability of the Secretary, the Assistant Secretary appointed by the Board shall perform all the duties of the Secretary, and when so acting shall have all the powers of, and be subject to, all the restrictions upon the Secretary. The Assistant Secretary shall have such other powers and perform such other duties as from time to time may be prescribed by the Board of Directors or by these Bylaws.

The 1st Assistant Secretary on the date of these Bylaws is Mary Neece. The 2nd Assistant Secretary on the date of these Bylaws is Jan Harbour. The 3rd Assistant Secretary and Recording Secretary on the date of these Bylaws is Delaine Neece.

SECTION 10. TREASURER.

The Treasurer shall keep and maintain, or cause to be kept and maintained, full and correct accounts of the properties and business transactions of the Corporation, including accounts of its assets, liabilities, receipts, disbursements, gains, and losses. The books of account shall at all reasonable times be open to inspection by the Directors.

The Treasurer shall deposit all monies and other valuables in the name and to the credit of the Corporation with such depositaries as may be designated by the Board of Directors. The

Treasurer shall disburse the funds of the Corporation as may be ordered by the Board of Directors, shall render to the President and Directors, whenever they request it, an account of all of his transactions as Treasurer and of the financial condition of the Corporation, and shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or the Bylaws.

The Treasurer of the Corporation on the date of adoption of these Bylaws is George Pearsons.

ARTICLE V

CORPORATE RECORDS AND REPORTS

SECTION 1. RECORDS.

The Corporation shall keep:

1. Adequate and correct books, records, and accounts; and
2. Minutes of the proceedings of its Board, and Committees of the Board.

Minutes shall be kept in written form. Other books and records shall be kept in written form, or in any other form capable of being converted into written form.

SECTION 2. CHECKS, DRAFTS, INDEBTEDNESS.

All checks, drafts, or other orders for payment of money, notes, or other evidences of indebtedness, issued in the name of or payable to the Corporation, shall be signed or endorsed by such person or persons and in such manner as shall be determined from time to time by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments may be signed by either the President or the Treasurer of the Corporation.

SECTION 3. CONTRACTS, OTHER INSTRUMENTS -- HOW EXECUTED.

The Board of Directors, except as in these Bylaws otherwise provided, may authorize any Officer or Officers, or agent or agents, to enter into any contract or execute any instrument in the name of and on behalf of the Corporation. Such authority may be general or confined to specific instances. Unless so authorized by the Board of Directors, no Officer, agent, or employee shall have any power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable for any purpose or for any amount.

SECTION 4. CORPORATE SEAL

The Corporate seal shall be circular in form, and shall have inscribed thereon the name of the Corporation, the date of its incorporation, and the word "Texas".

SECTION 5. AMENDMENTS TO BYLAWS

The Board of Directors may adopt, amend, or repeal the Bylaws by a two-thirds (2/3) majority vote of the Directors in which the President of the Corporation casts an affirmative vote.

ARTICLE VI

CHURCH POLITY, DISCIPLINE, NON-PROFIT PURPOSES

SECTION 1. ECCLESIASTICAL TRIBUNAL

The highest ecclesiastical tribunal within this Church shall be the Board of Directors of the Corporation. The Board of Directors shall be the express and final arbiter of ecclesiastical polity, doctrine, church discipline, and questions of church property, and shall make the final decision with respect to any other matter which shall arise concerning the Church, its internal workings, and its governance in every respect. The Board in its acts under this section, and in deciding any dispute or issue hereunder, shall use the standards of: (1) The best financial and operating interests of the Corporation in light of the Holy Bible and the tenets of faith of this Church; and (2) The furtherance of the religious purposes of the Corporation as they shall be apparent to the Directors according to the teachings of the Holy Bible. This Section 1 of Article VI of the By-laws may not be altered or amended except by a two-thirds (2/3) majority vote of the Directors in which the President of the Corporation casts an affirmative vote.

The Holy Bible referred to in these Bylaws is the King James Version of the Old and New Testaments of the Christian faith, or any later translation which may be adopted or used by the Board from time to time.

SECTION 2. CHURCH DISPUTES AND DISCIPLINE.

In any case where a dispute or question regarding ecclesiastical polity, religious doctrine, governance of the Church, or Church property arises concerning any congregant, visitor, or other person who is ministered to during religious services held by the Corporation, or at other times, the Board of Directors of the Corporation shall decide any such dispute or question by majority vote, whether such dispute shall be between two or more persons attending any religious service held by the Corporation, between any number of such persons and any Officer or Director of the Corporation, or between any number of such persons and the Corporation.

Any person deemed by the Board of Directors of the Corporation to: (1) pose a physical or psychological threat to any person or to the Corporation; (2) be in substantial disagreement with the doctrine and interpretation of the Holy Bible espoused by the Church; or (3) be causing, about to cause, or capable of causing disruption to the religious services or other activities of the Church; shall be considered a trespasser on Church property and may be ejected summarily. No Director shall incur any liability for acting in the interests of the Corporation pursuant to this Section.

The Board of Directors may take any action it shall deem necessary according to the teachings of the Holy Bible with respect to any congregant, visitor, or other person who may attend religious services of the Church or who may seek to avail himself or herself of the ministry or outreaches of the Church. Such action may include, but is not limited to, suspension of the right, temporarily or permanently, to attend the religious services of the Church. Reasons for such action may include, but are not limited to, strife, rebellion, gossip, backbiting, and in general, other displays of pride and intractability with regard to Church teaching and authority; or any other conduct not in accord with the teachings of the Holy Bible. The Church provides instruction in the teachings of the Holy Bible to those who wish to follow the particular doctrines espoused by this Church. Persons who wish to follow other doctrines espoused by other churches may do so at any time, and the Board feels that the appropriate place for such activity is at such other churches, in order to preserve the unity of this Church according to the precepts of the Holy Bible.

SECTION 3. NONPROFIT RELIGIOUS PURPOSES.

Eagle Mountain Church, a Corporation, is a church, and in addition operates or may operate a school, a publishing division, a division which distributes charitable merchandise, and other divisions which further the religious purposes of the Corporation.

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, private shareholders, 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.

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

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 Internal Revenue Code of 1986, as amended, (the "Code"), as the Board of Directors in its sole discretion shall determine.

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

(a) To do all acts, perform all functions, and carry on all activities permitted by the 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, radio, audio, and video.

(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 these 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.

ARTICLE VII

ELDERS AND DEACONS; BOARD OF ADVISORS

SECTION 1. ELDERS AND DEACONS.

Elders and/or deacons may be chosen by the Board of Directors from those attending the religious services held by the Church who meet the Scriptural qualifications therefore. Elders and deacons shall serve at the pleasure of the Board, and shall carry out duties in the Church as they are directed by the Board. Such duties may include, but are not limited to, assistance in discipling new converts, prayer for the sick, encouragement and development of spiritual gifts and ministries in the Church, and assistance in the ministration of the sacraments of the Church. The number and term of office of Elders and Deacons shall be set by the President. Neither Elders nor Deacons shall have any vote on the Board of Directors.

SECTION 2. BOARD OF ADVISORS.

A Board of Advisors may be appointed by the President, and shall serve at the pleasure of the President. Advisors shall give advice and counsel as requested by the President or the Board of Directors, but such advice and counsel shall not be binding either on the President or on the Board of Directors. Advisors shall not have any vote on the Board of Directors.

ARTICLE VIII

MINISTERS

SECTION 1. ORDINATION AND LICENSING.

The Board of Directors may ordain and/or license ministers of the Gospel after first examining the applicant's background, moral and religious character, and the course of study pursued by the applicant. Final determination shall be in the sole discretion of the Board of Directors. Ordination and licensing of ministers shall be according to the regulations set by the Board of Directors from time to time.

SECTION 2. SPECIAL ORDINATIONS.

The Board of Directors may ordain or license ministerial applicants for the following specific areas:

(a) Music Minister

(b) Children's Minister

(c) Youth Minister

(d) Minister of Christian Education

(e) Minister of Evangelism

(f) Administrative Ordination

All such ordinations or licenses shall endow the minister with the full ecclesiastical powers accorded to other ministers ordained or licensed by the Church, and shall be by way of an additional endorsement by the Board of Directors of specific talents recognized in the minister so ordained, and not by way of limitation of any ecclesiastical powers pertaining to such license or ordination.

SECTION 3. APPLICATIONS.

Applications for ordination and or licensing as a minister of the Gospel shall be on the form provided by the Board of Directors. Approved applicants shall receive a certificate signed by the President and Secretary of the Corporation on a form approved by the Board of Directors.

ARTICLE IX

SCHOOLS

SECTION 1. SCHOOLS TO BE ESTABLISHED.

The Board of Directors may establish the following schools, whether accredited or otherwise:

1. A Bible School, including a curriculum of prescribed studies leading to licensing and ordination of ministers.

2. A Christian elementary and/or high school.

3. A Christian daycare center.

SECTION 2. INCORPORATION; EXEMPTION.

All schools established by the Corporation shall be divisions of the Corporation and shall not be separately incorporated, except on the advice of counsel to the Corporation in a memo accepted by the Board of Directors.

All schools established by the Corporation shall share the Federal tax exemption of the Church, and shall be operated in all respects in compliance with the rules and regulations of the Code applicable to such exemption.

SECTION 3. CONSENTS AND RELEASES.

Knowledge-based consents and releases of liability by the Corporation shall be obtained for outings, fields trips, sports, spankings, and other activities involving risk of injury carried on by schools which are part of the Corporation on forms approved by the Board of Directors and counsel to the Corporation.

SECTION 4. REGULATIONS.

The Board of Directors shall examine the application of local laws and regulations, including, but not limited to, building codes, fire codes, zoning regulations, and health and safety regulations, and any State laws relating to schools, before beginning classes.

SECTION 5. TUITION REFUNDS.

Any tuition refunds given by any school operated by the Corporation shall be based on actual costs and expenses experienced by the school.

SECTION 6. NON-DISCRIMINATORY POLICY.

Every school established by the Corporation shall adhere to the following non-discriminatory policy:

> Any school operated by the Corporation shall admit students of any race, color, national or ethnic origin to all the rights, privileges, programs, and activities generally accorded or made available to students at the school. The school shall not discriminate on the basis of race, color, national or ethnic origin in the administration of its educational policies, admissions policies, scholarship and loan programs, athletic or any other programs administered by the school.

This non-discriminatory policy shall be disseminated to every community served by any school operated by the Corporation.

Each school established by the Corporation shall maintain the following records for at least 3 years:

a. Records indicating the racial composition of the student body, faculty, and administrative staff for each academic year.

b. Records sufficient to document that scholarship and other financial assistance is awarded on a racially non-discriminatory basis.

c. Copies of all brochures, catalogues, and advertising dealing with student admissions, programs, and scholarships. Any school advertising nationally or in a large geographic segment or segments of the United States need only maintain a record sufficient to

d. Copies of all materials used by or on behalf of the school to solicit contributions.

ARTICLE X

ASSOCIATE CHURCHES

SECTION 1. DEFINITION.

The Corporation may accept separately incorporated and exempt churches as Associate Churches under this Article X. Each such Associate Church must adopt a form of Bylaws as specified by the Board of Directors of the Corporation.

SECTION 2. REPORTS.

Every Associate Church organized and operated according to this Article X shall provide regular quarterly financial reports to the Treasurer of the Corporation. Such reports shall be in standard accounting form, and if unaudited, shall be certified as true by the President and Treasurer of such Associate Church.

SECTION 3. OVERSIGHT.

The Pastor shall have the oversight of all Associate Churches operating according to this Article X. The Pastor of the Church shall have the right, but not the obligation, annually to visit and address the congregation of each Associate Church. The Pastor may send his delegate for any annual visit.

SECTION 4. DUTIES TO ASSOCIATE CHURCH.

The Corporation shall have certain duties to an Associate Church in the event of the happening of any of the events listed in Section 5 of this Article.

The duties of the Corporation in the event of the happening of any of such events shall be:

(1) The appointment and installation of a new Pastor for the Associate Church.

(2) To provide Sunday morning speaker(s) for the Associate Church until such new Pastor is appointed and installed.

(3) To provide financial aid as the Corporation shall deem necessary until such new Pastor is appointed and installed.

However, the duties of the Corporation under this section shall become optional instead of required of the Corporation in the event that the Associate Church has failed to report irregularities of the type listed in Section 5 of this Article, or has falsified any report to the Corporation.

In the event the Corporation comes to the financial aid of an Associate Church as specified in Section 4(3) of this Article, then the Corporation shall have an absolute right to all property of the Associate Church, whether real, personal, or cash. This right shall include the right to sell, encumber, or use such property in any manner, as the absolute owner thereof, and the title to such property shall vest immediately in the Corporation.

SECTION 5. EVENTS.

The Corporation shall have the duties listed in Section 4 of this Article in the event of the happening of any of the following events:

(A) The Pastor of the Associate Church is convicted of a felony.

(B) The Pastor of the Associate Church is found, based on his or her personal admission, the testimony of 2 eyewitnesses of good character, or unambiguous authentic photographic or written evidence, to have committed any of the following offenses:

(1) use of illegal drugs

(2) chronic alcoholism

(3) adultery or fornication

(4) theft of church funds.

(C) A church split occurs in the Associate Church. A "church split" shall be defined as any event in which more than 20 persons or more than 20% of the usual Sunday morning attendance, whichever is less, cease to attend Sunday morning services of the Associate Church within a one week period. A church split shall also be deemed to exist if so stated in a writing by the Pastor of the Associate Church and delivered to the Corporation.

SECTION 6. TERMINATION OF STATUS.

The Corporation shall have the right to terminate the Associate status of any Associate Church at any time for any reason, including, but not limited to, doctrinal differences, financial irregularities, reporting deficiencies, or changes in financial condition. If the Corporation shall take such action, then the Associate Church shall forfeit the right to:

a. use the name of the Corporation as a reference in any capacity.

b. purchase property and goods at any wholesale rate extended by the Corporation to Associate Churches.

c. obtain information from the Corporation regularly made available to Associate Churches.

d. all rights of affiliation with the Corporation.

As long as any event referenced in Section 5 of this Article has not occurred, an Associate Church may voluntarily withdraw its Associate status by notifying the Secretary of the Corporation in writing. Such writing must be signed by the President and each Director of the Associate Church.

SECTION 7. ALTERATION OF BYLAWS.

The Bylaws of an Associate Church may not be repealed, changed or altered without the written consent of the Corporation.

SPECIAL MEETING OF THE
BOARD OF DIRECTORS

On the 20th day of January 1996 a Special Meeting of the Board of Directors of Eagle Mountain International Church was held at the corporate offices in Ft. Worth, Texas. A quorum was present.

Kenneth Copeland called the meeting to order, and informed the Directors that the purpose of the meeting was to consider the adoption of new Bylaws prepared by counsel for the corporation. Discussion was held on the new Bylaws, and upon motion duly made, seconded, and unanimously carried, it was

> RESOLVED, that the set of Bylaws appended to this Resolution and prepared by counsel for the corporation be and they hereby are adopted as the Bylaws of the corporation, and that all former bylaws of the corporation be and they hereby are repealed.

There being no further business to come before the Directors, the meeting was upon motion adjourned.

THESE MINUTES ARE APPROVED, AND NOTICE OF THIS MEETING AND ITS PURPOSE IS HEREBY WAIVED BY THE UNDERSIGNED DIRECTORS.

These Minutes are approved and agreed to:

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

JERRY SAVELLE, Director

Carolyn Savelle

CAROLYN SAVELLE, Director

Jesse Duplantis

JESSE DUPLANTIS, Director

Harold Nichols

HAROLD NICHOLS, Director

MAC HAMMOND, Director

Lynne Hammond

LYNNE HAMMOND, Director

LOYAL FURRY, Director

BILL MCLELLAN, Director