

ARTICLE III

1. The corporation is a nonprofit corporation.
2. This corporation will have one class of members, consisting of the Board of Trustees.
3. This nonprofit corporation is organized and operated exclusively for religious purposes as within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended, of the United States of America.

In furtherance of its nonprofit, tax-exempt purposes, the corporation shall have the following powers and authority; however, the corporation shall not be empowered, and is prohibited from, engaging in any activity which is not allowed pursuant to Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, of the United States of America:

- (a) To operate under the name as set forth in ARTICLE I above;
- (b) To employ qualified counsel and other necessary personnel to carry out the purposes of corporation;
- (c) To adopt and use a corporate seal;
- (d) To earnestly seek and promote the unity of God's people and churches in a Scriptural manner of Godly love respect and faithful voluntary cooperation with liberty. To that end it may associate and cooperate freely with other nonprofit associations, churches and missionary organizations and their branches. It shall operate as a free and independent corporation in accord with its own conscience and the wisdom of God, as the corporation perceives to be. In every case and in every act and in pursuit of or adoption of any policy or method or in practice or association, the corporation does and shall do so as a free organization always retaining its sovereignty and independence, and in no case whatsoever as an act of subjection nor precedent or amenability nor as an active or passive or implied affiliation nor in any

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way as relinquishing its perpetual legal independence and sovereignty.

(e) To receive tithes, offerings and property by gift, devise or bequest subject to the laws relating to the transfer of property by gift or will.

(f) To act as Trustee under any trust incidental to the principal objects of the corporation and to receive, hold, administer and expend funds and property subject to such trust.

(g) To take, purchase or otherwise acquire; to own, hold, occupy, use, and enjoy; manage, improve, develop and work; to grant, sell, exchange, let, demise and otherwise dispose of real estate, buildings, and improvements and every right, interest and estate therein without limit as to the amount thereof and wheresoever the same may be situated; to erect, construct, alter and repair buildings; to assume any and every kind of contract, agreement and obligation by or with any person, firm, corporation, or association, or any Federal, State, or other government for the erection, construction, alteration, repair, renewal, equipment, improvement, development, use, enjoyment, leasing, management or control of any buildings, or structures of any kind wherever the same may be situated.

(h) To enter into, make, perform and carry out contracts of every kind for any lawful purpose without- limit as to amount and with any person, firm, association or corporation; to draw, make, accept, endorse, discount, issue, and execute promissory notes, warrants, and other negotiable or transferable interests.

(i) To purchase or otherwise acquire, to own, hold, use and enjoy, to sell, assign and transfer, exchange or otherwise dispose of, deal in or deal with personal property of every kind and description without limit as to the amount thereof and wheresoever the same may be situated.

(j) To borrow and to loan money and to give and to receive evidence of indebtedness and security therefore; to draw, make, accept, endorse, execute and issue promissory notes, warrants and other debentures of the corporation, or otherwise to make guarantees of every kind and secure any or all obligations of the corporation by

mortgage, trust deed or otherwise.

(k) By its Board of Trustees to appoint such officers and employees as may be decreed proper; define their authority and duties; fix their compensation; require bonds of such of them as it deems advisable and fix the penalty thereof; dismiss such officers or employees, or any thereof for any good reason and appoint others to fill their places;

(l) To minister sacerdotal functions;

(m) To adopt and assume names in the furtherance of its nonprofit, tax-exempt purposes;

(n) To hold teaching/preaching seminars in the furtherance of its nonprofit, tax-exempt purposes;

(o) To use any and all media, including but not limited to recording, print, television and radio, in the furtherance of its nonprofit, tax-exempt purposes;

(p) To provide ministry in jails, penitentiaries and other detention or penal facilities;

(q) To provide a local place for Christian fellowship for those of like faith and schools for Christian education where the Father God, Jesus, the Son of God, and the Holy Spirit, may be honored according to our full gospel testimony;

(r) To assume our share of the responsibility and the privilege of propagating the Gospel of Jesus Christ by word, music, song and testimony;

(5) To do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of the corporation and to have and exercise all the powers now or hereafter configured by the laws of the State.

(t) To exercise such other and 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

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the Internal Revenue Code of 1954, as amended, of the United States of America.

(u) The several clauses contained in this ARTICLE III shall be construed both as purposes and powers and the statements contained in each clause shall, except where otherwise expressed, be in no wise limited or restricted by reference to or inference from the terms of any other clauses, but shall be required as independent purposes and powers. Notwithstanding any provisions of these Charter of Incorporation, the corporation shall not engage in any political activity proscribed by Section 501(c)(3) of the Internal Revenue Code of 1954, 35 amended, of the United States of America, nor shall any income or assets of the corporation inure to the benefit of any member, private individual or business entity.

ARTICLE IV

To assure the corporation of its independence and to perpetually protect the ecclesiastical and legal power and authority relative to the corporation shall be exercised by and in accordance with the New Testament church pattern. Thus under the leadership of the Holy Spirit, the Board of Trustees shall conduct all the business of the corporation and shall be the only voting members of the corporation. The number of Trustees, and the qualifications shall be established in the bylaws of this corporation

ARTICLE V

This nonprofit corporation is formed without any purpose of pecuniary profit and shall have no capital stock.

ARTICLE VI

The private property of the trustees and members shall be non-assessable and shall not be subject to the payment of any corporate debts, nor shall the trustees or members of the corporation become individually or corporately liable or responsible for any debts or liabilities of the corporation.

ARTICLE VII

Upon dissolution of the corporation for any cause, all of the assets and property, both real and personal, then owned or controlled by this corporation shall revert to and become the property of the charitable institution accorded tax-exempt status under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, of the United States of America, to be designated by the Board of Trustees; provided, however, that the just debts and liabilities of the corporation shall first be paid. Upon dissolution, none of the assets or property of the corporation shall devolve to the benefit of any member, private individual or business entity except as provided in this ARTICLE VII.

ARTICLE VIII

These Articles may be amended at any regular meeting of the Board of Trustees, or at a special meeting called for that purpose, by a two-thirds (2/3) majority.

ARTICLE IX

The undersigned incorporators shall act as the initial Board of Trustees until their successors shall have been duly qualified and elected. The initial Board of Directors shall not be less than three (3):

Date

1/24/00

Cliff Sharp
Incorporator



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BYLAWS OF
GREENHOUSE MINISTRIES, INC

ARTICLE ONE
OFFICES

The principal office of the corporation, hereinafter referred to as the "Corporation", shall be located at the address set forth in the Articles of Incorporation. The Corporation may have such other offices, either within or without the State of Incorporation, as the Board of Trustees may determine from time to time.

ARTICLE TWO
TENETS OF FAITH AND DOCTRINE

The Corporation accepts the Scriptures as the revealed Will of God, the all-sufficient rule of faith and practice, and for the purpose of maintaining general unity, adopts these Statements of Fundamental Truths and Doctrine.

Section 1. We affirm that there is one God, infinitely perfect and eternally existent in the persons of the Father, Son and Holy Spirit.

Section 2 We affirm the deity of our Lord Jesus Christ, His virgin birth, His sinless life, His miracles, His vicarious and atoning death through His shed blood, His bodily resurrection, His ascension to the right hand of the Father, and His personal return in power and glory.

Section 3. We affirm the present ministry of the Holy Spirit by whose indwelling the Christian is able to live a Godly life. We affirm the fullness of the Holy Spirit as the empowerment of the Christian for witness and service. We affirm that the Holy Spirit provides one or more spiritual gifts to all believers manifesting them as He wills. We affirm that all of the gifts of the Holy Spirit are operative today.