

Grace Hills Church

Articles of Incorporation

We, the undersigned, natural persons, over the age of eighteen (18) years, acting as incorporators of a corporation under the Arkansas Non-Profit Corporation Act of 1993, do hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE 1

Name

The name of the Corporation is Grace Hills Church.

ARTICLE II

Duration

The period of the Corporation's duration is perpetual.

ARTICLE III

Non-Profit Corporation

The corporation is a non-profit corporation. The Corporation shall be the successor to an unincorporated religious association named Grace Hills Church.

And located in Bentonville, Arkansas.

The incorporator has been authorized to execute these Articles of Incorporation by the consent of a majority of the members of the unincorporated association.

ARTICLE IV

Purposes

Section 1: The Corporation is organized and shall be operated exclusively for religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. More particularly, the purposes of this organization are:

- (a) To spread the Gospel of Jesus Christ and the worship of God among its members and attendants, and practice the Christian virtues inculcated in the Holy Scriptures.
- (b) To employ and discharge ordained ministers of the Gospel, and others, to conduct and carry on divine services at the place of worship of the members of the Corporation, and elsewhere, and to collect and disburse any and all necessary funds for the maintenance of said Corporation and the accomplishment of its purposes.
- (c) To conduct, accomplish and carry on its objectives, functions and purposes or any part thereof set forth in the Constitution, if any of Grace Hills Church as amended from time to time, within or without the State of Arkansas.

Section 2: This Corporation is also organized to promote, encourage, and foster any other similar religious and educational activities; to accept, hold, invest, and reinvest and administer any gifts, legacies, bequests, devises, funds and property of any sort or nature, and to use, expend, or donate the income or principal thereof for, and to devote the same to, the foregoing purposes of the Corporation; and to do any and all lawful acts and things which may be necessary, useful, suitable, or proper for the furtherance of accomplishment of the purposes of this Corporation. Provided however, no act may be performed which would violate Section 501 (c)(3) of the Internal Revenue Code of 1986, as it now exists or as it may hereafter be amended.

Section 3: In order to carry out the above-stated purposes, the Corporation shall have all those powers set forth in the Arkansas Non-Profit Corporation Act of 1993, as it now exists or as it may hereafter be amended. The powers of the Corporation to promote the purposes set out above are limited and restricted in the following manner:

(a) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its incorporators, officers or other private persons, except that the Corporation shall be authorized and empowered to make payments and distributions (including reasonable compensation for services rendered to or for the Corporation) in furtherance of its purposes as set forth in the Articles. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of the Articles, the Corporation shall not carry on any other activities not permitted to be carried on by (i) a corporation exempt from Federal Income Tax under Section 501 (c)(3) of the Internal revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws, or (ii) a corporation, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws.

(b) In the event the Corporation is in any one year a “private foundation” as defined by Section 509(a) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws, it shall be required to distribute its income for such taxable year at such time and in such manner as not to subject the foundation to taxation under Section 4942 of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws; and further shall be prohibited from: (i) any act of “self dealing” as defined in Section 4941(d) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws; (ii) retaining any “excess business holdings” as defined by Section 4943(c) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws; (iii) making any investments in such manner as to subject the foundation to taxation under Section 4944 of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws; or (iv) making any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws.

(c) No gift or grant will be accepted if it contains major conditions which would restrict or violate any of the religious or educational purposes or if it would require serving a private as opposed to public interest.

(d) Upon the dissolution of the Corporation, the Corporation shall, after paying or making provision for payment of all the liabilities of the Corporation, distribute all of the assets of the Corporation to the Arkansas Baptist State Convention of Little Rock, Arkansas or to another church of like faith and order that is a qualified charitable organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future

federal code, which will be determined by church action and shall require at least two-thirds (2/3) of the vote of the members present at such meeting.

ARTICLE V

Registered Office and Registered Agent

The initial registered office of the Corporation shall be located at 2102 SW Pinoak St., Bentonville, Arkansas and the name of the initial registered agent at such address shall be Jeff Chadd.

ARTICLE VI

Membership

The Corporation shall have one or more classes of members. The number, qualifications, and relative rights of each class shall be as set forth in the Bylaws. The Corporation is a church and the management of its affairs is vested in its members pursuant to Arkansas Non-Profit Corporation Act of 1993.

ARTICLE VII

Indemnification

To the maximum extent permitted, or required by the Arkansas Non-Profit Corporation Act of 1993, as it now exists or as it may be amended in the future, the Corporation shall indemnify and advance expenses to persons who are officers, directors, employees, or agents.

ARTICLE VIII

Incorporators

The name and address of each incorporator of the corporation is:

Name:

Address:

Jeff Chadd

2102 SW Pinoak, Bentonville, AR 72712

Brandon Cox

23422 Caminito Valle, Laguna Hills, CA 92653

Joshua Ramsey

13688 Frank Carter Rd., Garfield, AR 72732

ARTICLE IX

Construction

All references in the Articles of Incorporation to statutes, regulations, or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time.

IN WITNESS WHEREOF, we have hereunto set our hands, this _____ day of _____, 20__.

Incorporators:

_____ signature

_____ signature

_____ signature