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MERGER OR SHARE EXCHANGE  
CROSSPOINT CHURCH, INC.

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ARTICLES OF MERGER  
OF  
GRACE METHODIST CHURCH OF PACE, INC.,  
(A Florida Nonprofit Corporation)  
INTO  
CROSSPOINT CHURCH, INC.,  
(A Florida Nonprofit Corporation)

MARCH 1, 2024

Steven K. Hall, P.A.  
4399 Commons Dr East, Suite 300  
Destin, FL 32541

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ARTICLES OF MERGER OF  
GRACE METHODIST CHURCH OF PACE, INC. INTO  
CROSSPOINT CHURCH, INC.

Pursuant to Sections 617.1103 and 617.1105, Florida Statutes, Crosspoint Church, Inc., a Florida nonprofit corporation (the "Surviving Corporation"), hereby adopts the following Articles of Merger for the purpose of merging Grace Methodist Church of Pace, Inc., a Florida nonprofit corporation (the "Merged Corporation"), into the Surviving Corporation.

ARTICLE I.

The Plan of Merger attached as Exhibit A (the "Plan") was approved by the Board of Trustees of the Surviving Corporation, the Board of Trustees of the Merged Corporation and the Presiding Elder of the Gulf Coast District of the Alabama-Emerald Coast Conference of the Global Methodist Church in the manner prescribed by The Global Methodist Church Transitional Book of Discipline and in accordance with the Florida Nonprofit Corporation Act.

ARTICLE II.

The Merged Corporation and the Surviving Corporation have no members entitled to vote. These Articles were approved and authorized by the Merged Corporation by resolution adopted at the February 4, 2024 meeting of its Charge Conference, approved and authorized by the Surviving Corporation by resolution adopted at the February 6, 2024 meeting of its Charge Conference and approved by the Presiding Elder of the Gulf Coast District of the Alabama Emerald Coast Conference of the Global Methodist Church. Said resolutions also authorized the Chairman of the Board of Trustees of both the Merged Corporation and the Surviving Corporation to execute any and all documents and take any and all action deemed necessary or advisable to effectuate the Plan or to delegate this authority to an employee of the church.

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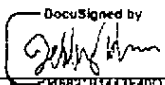
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### ARTICLE III.

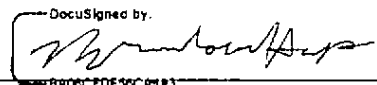
The Articles of Incorporation of the Merged Corporation and of the Surviving Corporation are filed in with the Division of Corporations of the Office of the Secretary of State in Tallahassee, Florida. A copy of these Articles is maintained in the corporate offices of the Surviving Corporation.

Dated: February 29, 2024.

#### GRACE METHODIST CHURCH OF PACE, INC.

By:    
Jeff Span  
Chairman – Board of Trustees

#### CROSSPOINT CHURCH, INC.

By:    
Brandon Huff  
Chairman – Board of Trustees

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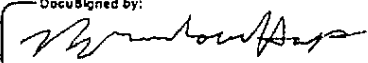
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**VERIFICATION OF ARTICLES OF MERGER  
BY CHAIRMAN OF BOARD OF TRUSTEES OF  
CROSSPOINT CHURCH, INC.**

The undersigned, the duly authorized Chairman of the Board of Trustees of Crosspoint Church, Inc., verifies, on behalf of such nonprofit corporation and Grace Methodist Church of Pace, Inc., that the foregoing Articles of Merger were authorized and approved by the duly elected members of the governing boards of both nonprofit corporations in the manner prescribed in The Global Methodist Church Transitional Book of Discipline and in accordance with the provisions of the Florida Nonprofit Corporation Act.

This Verification is signed and certified under the corporate seal of Crosspoint Church, Inc., as of February 29, 2024.

**CROSSPOINT CHURCH, INC.**

DocuSigned by:  
By:   
BRANDON HUFF  
Chairman - Board of Trustees

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**EXHIBIT A**

**GRACE METHODIST CHURCH OF PACE, INC.**  
(a Florida nonprofit corporation)  
**INTO CROSSPOINT CHURCH, INC.**  
(a Florida nonprofit corporation)

This Agreement and Plan of Merger is entered into by and between Crosspoint Church, Inc., a Florida nonprofit corporation ("Crosspoint"), and Grace Methodist Church of Pace, Inc., a Florida nonprofit corporation ("Grace" and, with Grace the "Constituent Corporations").

**Recitals**

1. The governing boards of each of the Constituent Corporations have determined it is desirable and in the best interest of the Constituent Corporations that Grace be merged into Crosspoint with Crosspoint being the surviving corporation.

2. For the reasons set forth above, and in consideration of the mutual covenants and promises of this Agreement, the Constituent Corporations hereby agree, pursuant to Section 617.1103, Florida Statutes, that Grace shall be merged into Crosspoint as a single corporation and that the terms and conditions of such merger and the method or plan of carrying it into effect are as follows:

**ARTICLE I**

**DESIGNATION OF SURVIVING CORPORATION**

The corporate existence of Grace shall cease and the corporate existence of Crosspoint shall continue under the name "Crosspoint Church, Inc." and Crosspoint shall become subject to all of the debts and liabilities of Grace in the same manner as if Crosspoint had itself incurred them.

**ARTICLE II**

**PRINCIPAL OFFICE**

The principal office of Crosspoint shall remain the principal office of the Constituent Corporations following the merger.

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**ARTICLE III**  
**TERMS AND CONDITIONS OF MERGER**

The merger will be consummated upon (a) this Agreement having been approved by the governing boards of both of the Constituent Corporations and the Presiding Elder of the Gulf Coast District of the Alabama Emerald Coast Conference of Global Methodist Church in the manner prescribed in The Global Methodist Church Transitional Book of Discipline, and (b) Articles of Merger of both of the Constituent Corporations having been filed in accordance with Florida law. The merger will be consummated in accordance with the terms set forth in this Agreement.

**ARTICLE IV**  
**CHANGES TO ARTICLES OF INCORPORATION**  
**OF SURVIVING CORPORATION**

The Articles of Incorporation of Crosspoint shall, on the effective date of the merger, remain the same and in effect and continue unchanged by the merger.

**ARTICLE V**  
**OFFICERS AND DIRECTORS**

The persons who constitute the members of the governing boards of Crosspoint on the effective date of the merger shall remain the same and continue unchanged by the merger.

**ARTICLE VI**  
**NO EXTRAORDINARY TRANSACTION**

Neither Grace nor Crosspoint shall, prior to the effective date of the merger, engage in any activity or transaction other than in the ordinary course of business, except as contemplated by this Agreement.

**ARTICLE VII**  
**SUBMISSION TO GOVERNING BOARDS; EFFECTIVE DATE**

This Agreement shall be submitted to the governing boards of Grace and Crosspoint in the manner prescribed in The Global Methodist Transitional Book of Discipline and the Section 617.1103, Florida Statutes. If the governing boards of Grace and Crosspoint adopt this Agreement

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and such adoption shall be approved by the Presiding Elder of the Gulf Coast District of the Alabama Emerald Coast Conference of the Global Methodist Church, this Agreement shall, subject to the provisions of Article VIII, take effect as this Agreement of Merger of Grace and Crosspoint as is provided by law.

**ARTICLE VIII**  
**REVOCATION OF PLAN**

Anything to the contrary herein notwithstanding, if the governing boards of Grace and Crosspoint should determine, that for any legal, financial, economic or business reason deemed sufficient by either, it is not in the interest of the corporation which such board represents or it is otherwise inadvisable or impracticable to consummate the merger, the governing board of that corporation may abandon the merger by directing the Chairman of the Board of Trustees of that corporation to refrain from executing or filing the Articles of Merger and thereupon this Agreement shall be void and of no effect.

**ARTICLE IX**  
**EXECUTION**

Grace and Crosspoint, by and through their respective duly authorized representatives, have executed this Agreement under their respective corporate seals effective as of February 29, 2024.

[SIGNATURES APPEAR ON FOLLOWING PAGE]

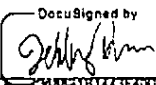
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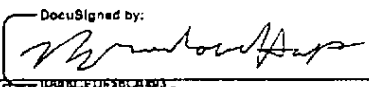
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GRACE METHODIST CHURCH OF PACE, INC.

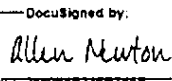
By:   
DocuSigned by:  
Jeff Span  
Chairman – Board of Trustees

CROSSPOINT CHURCH, INC.

By:   
DocuSigned by:  
Braden Huff  
Chairman – Board of Trustees

APPROVED BY:

PRESIDING ELDER OF THE EMERALD COAST  
DISTRICT OF THE ALABAMA EMERALD COAST  
CONFERENCE OF THE GLOBAL METHODIST CHURCH

By:   
DocuSigned by:  
Allen Newton  
Allen Newton

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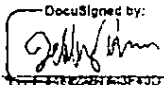
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**CERTIFICATE OF ADOPTION OF  
AGREEMENT AND PLAN OF MERGER BY  
CHAIRMAN OF BOARD OF TRUSTEES OF  
GRACE METHODIST CHURCH OF PACE, INC.**

The undersigned, the duly authorized Chairman of the Board of Trustees of Grace Methodist Church of Pace, Inc., certifies on behalf of such corporation that the foregoing Agreement and Plan of Merger was unanimously approved and adopted by its Board of Trustees and Charge Conference in the manner prescribed in The Global Methodist Church Transitional Book of Discipline and in accordance with the provisions of the Florida Nonprofit Corporation Act.

This Certificate is signed and certified to under the corporate seal of Grace Methodist Church of Pace, Inc., as of February 28, 2024.

**GRACE METHODIST CHURCH OF PACE, INC.**

By:   
\_\_\_\_\_  
Chairman – Board of Trustees

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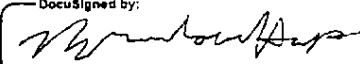
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**CERTIFICATE OF ADOPTION OF  
AGREEMENT AND PLAN OF MERGER BY  
CHAIRMAN OF BOARD OF TRUSTEES OF  
CROSSPOINT CHURCH, INC.**

The undersigned, the duly authorized Chairman of the Board of Trustees of Crosspoint Church, Inc., certifies on behalf of that corporation that the foregoing Agreement and Plan of Merger was unanimously approved and adopted by its Board of Trustees and Charge Conference in the manner prescribed in The Global Methodist Church Transitional Book of Discipline and in accordance with the provisions of the Florida Nonprofit Corporation Act.

This Certificate is signed and certified under the corporate seal of Crosspoint Church, Inc. as of February 29, 2024.

**CROSSPOINT CHURCH, INC.**

By:   
Brandon H. H. H.  
Chairman – Board of Trustees

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