

No 8000008282

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

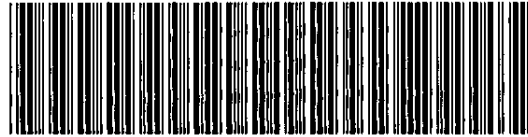
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

AMENDED ARTICLES include Bylaws

Office Use Only



700184509017

08/27/10--01033--019 **43.75

FILED
10 NOV -4 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMEND
JCB
11/4



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 7, 2010

LINDA R. JONES
TEMPLE AND GRACE OUTREACH CENTER, INC.
1648 PALMETTO AVENUE
FT. MYERS, FL 33916

SUBJECT: TEMPLE AND GRACE OUTREACH CENTER INC.
Ref. Number: N08000008282

We have received your document for TEMPLE AND GRACE OUTREACH CENTER INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

YOU MAY SUBMIT AMENDED ARTICLES OF INCORPORATION. PLEASE TITLE THEM : "AMENDED AND RESTATED ARTICLES OF INCORPORATION. PLEASE DO NOT COMBINE THE BYLAWS IN WITH THE ARTICLES. THESE ARE TWO SEPARATE DOCUMENTS AND THE DIVISION OF CORPORATIONS DOES NOT FILE BYLAWS. BYLAWS ARE FOR THE INTERNAL WORKINGS OF THE CORPORATION. YOU MAY SUBMIT THE FORM FOR THE AMENDMENT. THIS WILL SERVICE AS THE CERTIFICATE TO THE RESTATED ARTICLES, SUPPLYING THE ADOPTION MATERIAL.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6880.

Karen Gibson
Document Specialist Supervisor

Letter Number: 510A00021187

10 NOV -4 AM 8:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

www.sunbiz.org

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION:

Temple and Grace Outreach Center, Inc

DOCUMENT NUMBER:

NO8000008282

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Linda R. Jones

(Name of Contact Person)

Temple and Grace Outreach Center, Inc.

(Firm/ Company)

1648 Palmetto Ave.

(Address)

Fort Myers, FL 33916

(City/ State and Zip Code)

Duvchijp20@yahoo.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Linda Jones

(Name of Contact Person)

at (239) 878-4402

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☒ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

AMENDED ARTICLES OF INCORPORATION
AMENDMENTS TO ARTICLES OF INCORPORATION

Temple And Grace Outreach Center, Inc.
(Florida Non-Profit Corporation)

THE UNDERSIGNED, each with the capacity to contract, hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation not for profit under and by virtue of the laws of the state of Florida. THE UNDERSIGNED HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE 1. NAME

The name of this corporation shall be Temple And Grace Outreach Center, Inc..

The physical address of the corporation is 1648 Palmetto Ave, Ft Meyers 339716. The mailing address of the corporation is 1648 Palmetto Ave, Ft Meyers 339716.

ARTICLE 2. PURPOSE

The specific purpose for which the corporation is initially organized is to ESTABLISH

AND OVERSEE PLACES OF WORSHIP, CONDUCT THE WORK OF EVANGELISM

WORLDWIDE, CREATE DEPARTMENTS NECESSARY TO SUPPORT MISSIONARY

ACTIVITIES AND TO LICENSE AND OVERSEE MINISTERS OF THE GOSPEL and to also engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith which are consistent with Section 501(c)(3) of the Internal Revenue Code. This corporation is organized and operated exclusively for religious purposes within the meaning of Section 501(c)(3), Internal Revenue Code.

Notwithstanding any other provision of these articles, this corporation will 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 or the corresponding provision of any future United States Internal Revenue law, or (ii) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or any other corresponding provision of any future United States Internal Revenue law. The purposes for which this corporation is organized are exclusively charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE 3. QUALIFICATION OF MEMBERS AND MANNER OF ADMISSION

The corporation will have non-voting members known as covenant fellowship partners which will be detailed in the bylaws.

The members or covenant fellowship partners of the corporation shall consist of any person accepted by the board of directors expressing a desire to help further the

10 NOV -4 PM 1:05
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

purposes for which the corporation was organized, and who displays a willingness to regularly contribute time and service for this regard. A mature person, of noble character, and good reputation within the community, who is willing to contribute time and money for these purposes may, upon request, be admitted to membership by vote of majority of the board of directors.

ARTICLE 4. TERM

The date of commencement of corporate existence shall be when these articles have been filed with the Department of State and approved by it and the respective filing fee has been paid; the term for which the corporation is to exist shall be perpetual. This corporation is organized and operated exclusively for religious purposes within the meaning of Section 501(c)(3), Internal Revenue Code. In the event of dissolution of the corporation, no part of the corporation's earnings or assets shall inure to the benefit of any of its members; the residual assets of the corporation shall be distributed to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue code of 1986, or corresponding sections of any prior or future law, or to the federal, state or local government for exclusive public purpose.

ARTICLE 5. NON PROFIT ORGANIZATION

No part of the net earning of the corporation shall ever inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in article 2. 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 publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from Federal Income Tax under Section 501(C)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law or: (b) by a corporation, contributions to which are deductible under Section 170(C) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue laws.

ARTICLE 6. INITIAL REGISTERED OFFICE AND AGENT

The name of the Initial Registered Agent of the corporation is Linda R. Jones, and the street address of the Initial Registered Agent of this corporation is 1648 Palmetto Ave , Ft Meyers 339716

ARTICLE 7. INCORPORATOR

The names and residence addresses of the subscribers to these articles are as follows:

NAME

Linda R. Jones

ADDRESS

1648 Palmetto Ave.
Ft Meyers, 339716

ARTICLE 8. DIRECTORS

The board of directors of the corporation shall consist of no less than three (3) directors as determined by the bylaws. Directors shall be elected at the annual meeting of the members in the manner set forth in the bylaws. Directors may be removed and the vacancies shall be filled in the manner provided by the bylaws. The directors named in these articles shall serve as directors for the ensuing year, or until the first annual meeting of the corporation, and any vacancies before then shall be filled in the manner set forth in the bylaws. The board of directors shall have the authority to make provision for reasonable compensation to its members for their services as directors and to fix the basis and conditions upon which this compensation shall be paid. Any director may also serve the corporation in any other capacity and receive compensation there from in any form. The directors whose positions and duties are set forth in the bylaws will manage the affairs of this corporation. The names and addresses of the directors who are to serve until the first election are as follows:

NAME

Linda R. Jones
5033 28th sw
Leigh Acres, fl 33971

Sonjoann D. McCay
2441 Millie Ave. South
Lehigh Arces, FL 33973

Marquita J. Lee- Sec
1929 Lillie St.
FT. Meyers, FL 33916

ARTICLE 9. BYLAWS

The first bylaws of the corporation shall be adopted by the board of directors and may be amended, altered or rescinded by the board of directors in the manner provided by such bylaws.

Constitution and Bylaws of
Temple And Grace Outreach Center, Inc.

CONSTITUTION

PREAMBLE

WHEREAS, it is the express purpose of God our Heavenly Father to call out of the world a saved people who shall contribute to the Body of Christ, built and established on

the foundation of the apostles and prophets, Jesus Christ being the Chief Cornerstone.

WHEREAS, the members of the Body of Christ are enjoined to assemble themselves together for worship, fellowship, counsel, and instruction in the Word of God and the work of the ministry and for the exercise of those spiritual gifts and offices provided for in the New Testament, therefore,

BE IT RESOLVED: That we recognize ourselves a body of Christian believers *working together for the common purpose of spreading the Gospel of our Lord and Savior Jesus Christ*, and that under the laws of the State of 9/4/2008 we may exercise all the rights and privileges granted to religious bodies.

ARTICLE I NAME

The name of this corporation shall be Temple And Grace Outreach Center, Inc.
(Acts 2:17-21).

ARTICLE II PURPOSE

The purpose of this corporation shall be:

1. To establish and oversee places of worship under the guidance of the Holy Spirit (Titus 1:5; Ps. 107:3; Acts 2:42, 46, 47; Heb. 10:25).
2. To conduct the work of evangelizing both home and foreign missions in obedience to the command of our Lord Jesus Christ (Matt. 28:19, 20; Mark 16:15,16; Luke 24:46, 47; John 20:21).
3. To create departments as may be necessary in order to establish places of worship, to spread the Gospel, (including but not limited to educational, recreational, community, and social services) and to support missionary activity (Acts 6:1-7).
4. To have the right to own, hold in trust, use, possess, sell, convey, mortgage, lease or dispose of such property, real or chattel, as may be needed for the prosecution of its work.
5. To license ministers of the Gospel and be their covering (1 Thess. 5:12; 2 Thess. 2:15; 3:4; Heb. 13:17).

ARTICLE III TENETS OF FAITH

The human phraseology employed in this statement is not inspired nor contended for, but the truth set forth is held to be essential to a full Gospel ministry. No claim is made that it contains all the truth in the Bible, only that it covers orthodox fundamental matters.

THE SCRIPTURES INSPIRED

The Bible is the inspired Word of God, a revelation from God to men, the infallible rule of faith and conduct, and superior to conscience and reason, but not contrary to reason (2 Tim. 3:15, 17; 1 Pet. 1:23-25; Heb. 4:12).

THE ONE TRUE GOD

The one true God has revealed Himself as the eternally self-existent, self-revealed "I AM," and has further revealed Himself as embodying the principles of relationship and association, by simultaneously existing as Father, Son and Holy Spirit. (Deut. 6:4; Mark 12:29; Isa. 43:10, 11; Matt. 28:19).

MAN: HIS FALL AND REDEMPTION

Man was created good and upright, for God said, "Let us make man in our image and after our likeness." Man, by voluntary transgression, fell, and his only hope of redemption is in Jesus Christ, the Son of God (Gen. 1:26-31; Gen. 3:17; Ro. 5:12-21).

THE SALVATION OF MAN

Conditions of Salvation

The Grace of God, which brings salvation, has appeared to all men, through the preaching of repentance toward God and through faith in the Lord Jesus Christ; man is saved by the washing of regeneration and renewing of the Holy Spirit, and being justified by grace, has become heir of God according to the hope of eternal life (Titus 2:11; 3:5-7; Ro. 10:13-15; Luke 24:47).

Evidences of Salvation

The inward evidence to the believer of his/her salvation is the direct witness of the Spirit (Ro. 8:16). The outward evidence to all men is a life of holiness (1 Thess. 4:7, 2 Tim. 1:9).

BAPTISM IN WATER

The ordinance of baptism by burial with Christ should be observed (as commanded in the Scriptures) by all that have repented of their sins and in their hearts have believed on Christ as their Savior and Lord. In doing so, they declare to the world that they have died with Christ and that they have also been released to walk with Him in newness of life (Matt. 28:19; Acts 19:47,48; Ro. 6:4).

THE LORD'S SUPPER (COMMUNION)

The Lord's Supper, consisting of the elements, bread and fruit of the vine, is the symbol expressing our sharing in a memorial to His suffering and death, and a prophecy of His second coming, and is enjoined to all believers "until He comes" (John 6:48,51,53-57; Luke 22:19,20; 2 Pet. 1:4; 1 Cor. 11:25).

THE PROMISE OF THE FATHER

All believers should ardently expect and earnestly seek the Promise of the Father, which is the baptism in the Holy Spirit. With it comes the infilling of power for life and service, and the bestowment of the gifts and their uses in the work of the ministry (Luke 24:49; Acts 1:4-8; 1 Cor. 12:1-31). This experience may be distinct from and subsequent to the experience of the New Birth (Acts 2:38; 10:44-46; 11:14-16; 15:7-9).

SANCTIFICATION PROCESS

By the power of the Holy Spirit we strive to obey the command, "Be ye holy, for I am holy." Sanctification is the will of God for all believers, and should be earnestly pursued by walking in obedience to God's Word (Heb. 12:14; 1 Pet. 1:15,16; 1 Thess. 5:23,24; 1 John 2:6).

THE CHURCH

The church is the holy Body of Christ, the habitation of God through the Spirit, with divine appointments for the fulfillment of her great commission. Each believer is an integral part of the church, and their names are written in the Lamb's Book of Life. (1 Thess. 2:4)

MINISTRY

Divinely called and Scripturally ordained ministry has been provided by our Lord for a two-fold purpose: (1) The evangelization of the world, and (2) The edification of the Body of Christ (Mark 15:16,20; Eph. 4:11-13).

DIVINE HEALING

Deliverance from sickness is provided for in the atonement of Christ and is the privilege of all believers (Isa. 53:4, 5; Matt. 8:16, 17; Mark 16:18; John 5:14).

THE BLESSED HOPE

The resurrection of those who have fallen asleep in Christ and their translation, together with those who are alive and remain unto the Lord, is imminent and is the blessed hope of the church (1 Thess. 4:16; Ro. 6:23; Titus 2:13; 1 Cor. 15:51,52).

THE MILLENNIAL REIGN OF JESUS

The revelation of the Lord Jesus Christ from heaven, the salvation of national Israel, and the millennial reign of Christ on the earth are Scriptural promises and our hope (2 Thess. 1:7; Rev. 19:11-16; Ro. 11:25; Rev. 20:1-7).

THE LAKE OF FIRE

The devil and his angels, the beast and the false prophet, and whosoever is not found written in the Lamb's Book of Life shall be consigned to everlasting punishment in the lake which burns fire and brimstone, which is the second death (Rev. 19:20; 20:10-15).

THE NEW HEAVENS AND NEW EARTH

We, as promised in the Scriptures, look for a new heavens and a new earth wherein righteousness dwells (2 Pet. 3:13; Rev. 21:1).

ARTICLE IV ORDINANCES

WATER BAPTISM

The ordinance of water baptism (Matt. 28:19) shall be administered by all established places of worship to all those who have repented of their sins and who have believed on the Lord Jesus Christ to the saving of their souls (Ro. 6:3-5; Col.2:12).

THE LORD'S SUPPER

The ordinance of the Lord's Supper shall be observed regularly by all established places of worship, as enjoined in the Scriptures (Luke 22:19,20; 1Cor. 11:23-26).

ARTICLE V MEMBERSHIP

MEMBERSHIP PROCESS

A person is eligible for membership in this church who gives evidence of his/her faith in the Lord Jesus Christ, who voluntarily subscribes to the Statement of Fundamental Truths and who reads and agrees to be governed by the constitution and bylaws of this church as herein set forth.

Temple And Grace Outreach Center, Inc .is a fellowship of believers participating in the labors of the Holy Spirit in this community. An individual seeking to become a member of this church must submit in writing, using a form prescribed by this church, that they wish to become a member. The form must meet the following guidelines:

- A. The name of the applicant must be listed. If a married couple is applying for membership both names must be listed and both applicants must sign.

- B. There must be a statement indicating that the member will abide by the Holy Scriptures and submit to the constitution and bylaws of the church.

Temple And Grace Outreach Center, Inc. is a theocratic in government. Therefore, this church subscribes to a non voting membership. In any growing congregation, there will be people at all stages of spiritual growth and maturity. For that reason, it is not proper to submit the affairs of the church to a democratic vote as the same is not God's way, for the purpose of the church is not to do the will of the majority, but the will of God.

Any disputes that arise over the interpretation of these bylaws shall be deferred to the highest authority of this church. In this case it would be the pastor, with the advice of the board of directors. In Watson v. Jones, the court ruled that

"Whenever the questions of discipline, or of faith, of ecclesiastical rule, custom, or law have been decided by the highest church judicatory to which the matter has been carried, the legal tribunals must accept such decisions as final, and as binding on them . . ."

Additionally, it was ruled by the Supreme Court in Jones v. Wolf, 443 U.S. 595 (1979) that to suspend or exclude from the Lord's Supper those found delinquent, are matters concerning membership are solely under the control of the church and that a member may have membership revoked if the pastor and or church board of directors deem it necessary so long as the church follows its own rules in doing so. This right and power cannot go under review by the IRS or courts.

2) THE STANDARDS OF MEMBERSHIP

The standard of membership of this church shall be: (1) Evidence of a genuine experience of regeneration (new birth) (John 1:12-14; John 3:3-8; I Peter 1:23-25); (2) Evidence of a consistent Christian life (Romans 6:4; 8:1-4; 13:13-14; Ephesians 4:1-2,15,17-32; 5:1,2,15; I John 1:6,7); (3) Baptism in water by immersion (Matthew 28:19-20; Acts 10:47-48; Romans 6:3-12; Colossians 2:11-12); (4) Full subscription to the tenets of faith as set forth in the bylaws adopted by the church; (5) Willingness to contribute regularly to the support of the church according to his or her ability through tithes and offerings (Malachi 3:10; Matthew 23:23; Hebrews 7:4-5); and, (6) Support of the church with regular attendance at services (Hebrews 10:25).

3) RECEPTION OF MEMBERS

Persons desiring to become members in fellowship with the church shall make the fact known to the sr. pastor by a signed application approved by the board of directors. The application must be submitted to the church secretary.

Any person professing faith in the Lord Jesus Christ as his/her personal Savior and giving evidence of having been born again and evidence of water baptism, by making a written request to the sr. pastor and board of directors and upon their recommendation, may acquire membership in this church in the following manner:

The sr. pastor shall present the names of those who apply for membership, to the board of directors, who shall act upon said recommendation. All persons who shall meet the membership requirements and have been passed on favorably shall be received into the church publicly at any of the regular services and their names inscribed on the roster.

4) PROHIBITED CONDUCT OF MEMBERS

Any member, or those who are in covenant fellowship with the church, found guilty of any of the following offenses shall be subject to removal from the church membership:

4. In any way sowing discord among the brethren, including but not limited to rumor mongering, tale bearing and bearing false witnesses (Proverbs 6:16-19, I Corinthians 1: 10, 12:25, Galatians 5:20-21, Ephesians 4:2-3).
5. Propagating of doctrines and practices contrary to the Statements of Fundamental Truths which causes discord, dissention and division in the church (Romans 1:21-32; Galatians 1:8-9; Titus 3:9-11; 2 Thessalonians 3:6).
6. Living any kind of sexually immoral lifestyle (Romans 1:21-32, I Corinthians 5:1-5,9-13, Galatians 5:16-21, Ephesians 5:1-12, I Thessalonians 4:1-7).
7. Persisting in believing or propagating some pernicious, false, contrary doctrine (Romans 16:17-18, I Timothy 4:1, II Timothy 4:3-4, Titus 3:10-11, II Peter 2:1-3).
8. Involvement in any form of occult practices (Deuteronomy 18:9-14, Acts 19: 18-19, Galatians 5:20, Revelation 21:8).
9. Being involved with the sinful worldly habits, vices, amusements, such as possessing or abusing: alcoholic beverages and tobacco (Proverbs 23:29-32, I Corinthians 6:19); non-prescription narcotics and illegal drugs or substances including marijuana (Romans 6:12-16, Galatians 5: 1); participating in oath bound secret societies (Hosea 10:4, Matthew 5:34-37); reading of literature, listening to or viewing video of theatrical productions that promote attitudes, values or conduct contrary to God's Word (Luke 11:34-36, I Thessalonians 4:7).
10. Publicly wearing apparel which is indecent or sensual (I Timothy 2:9-10, 4:11-12).
11. Repeated offenses of civil laws that are not consistent with the Word of God (Ecclesiastes 8:2-4, Romans 13:1-7, I Peter 2:13-17).

5) DISCIPLINE

This church is committed to Biblical discipline in order to prepare a spotless bride for the Lord Jesus Christ's return, to maintain holiness as a way of life, to restore the sinning person to a right relationship with the Lord, and to expose sin so that it will not become a polluting influence in the rest of the church (Ephesians 5:11, I Peter 1:15-16, I Corinthians 5:6-7, Joshua 7:1-26).

Divisive persons shall be confronted according to the pattern outlined in Titus 3:9-11. At least two elders, or those whom they designate, shall meet with the divisive person and warn him/her to repent. If the person does not repent, at least two elders, or those whom they designate, shall meet with him/her again and warn him/her a second time. If the person still refuses to repent of his/her sin of divisiveness, the presbytery at either a regular or special meeting may excommunicate him/her from the church in accordance with the Word of God (Romans 16:17-19).

If a believer observes a sin in another believer's life, he/she is to confront the person according to the pattern outlined in Matthew 18:15-17, by first going to him/her in private. If the sinning person does not listen and repent, the believer is to take one or two other believers and confront him/her again. If he/she stays unrepentant, he/she shall be

brought before the presbytery. The presbytery shall do everything necessary to restore the sinning brother/sister. If everything has been done Biblically to restore the sinning brother/sister and the person refuses to repent, then the presbytery shall excommunicate him/her from the church at a regular or special meeting.

All believers are encouraged to consult with one of the elders when confronting another believer about sin in his/her life (Matthew 18:15-17). In both the above cases, the elder shall determine the appropriate time between steps and everyone involved shall, to the best of their ability, carry out this discipline in the spirit of love, humility, and meekness putting the interests of others ahead of their own (Galatians 6: 1-2).

In the event of a serious difference arising between members of the assembly, if the parties involved cannot effect reconciliation, they shall have the right to appeal to the presbytery. The presbytery will consider no charges of misconduct unless they are made in writing. When formal charges have been laid against a member, and the sr. pastor decides that disciplinary action must be taken, the member so charged shall be advised in writing and a date shall be set for a hearing before the presbytery in the presence of the one laying the charge, at which time the evidence shall be considered and a verdict shall be determined by secret ballot. If guilt is established and contrition, sorrow and repentance are not evident on the part of the offender, suspension of membership shall be considered as disciplinary action. However, unless his/her attendance at church would be cause for scandal, he/she should be permitted to attend church services in the hope that he/she would be reconciled to the Lord. Every effort shall be made to restore such a one to membership upon evidence of repentance (Matthew 18:15-17, 35).

6) TERMINATION OF MEMBERSHIP

The sr. pastor and board of directors shall be authorized to revise the membership roll of the corporation and the sr. pastor and presbytery shall be authorized to revise the membership roll of the church at least once a year, and to remove from the list of active members those in fellowship under the following categories:

- A. Issuance of Letter of Transfer.
- B. Voluntary withdrawal from membership.
- C. Deceased during the year.
- D. Propagation of doctrines and practices contrary to the Tenets of Faith, which cause discord, dissension and division in the church (Romans 16:17,18; Galatians 1:8,9; Titus 3:9-11; II Thessalonians 3:6).
- E. Those who are living in sin and whose lives are inconsistent with Biblical standards of holiness (I Corinthians 5:11; Galatians 5:19-21; Hebrews 12: 14).
- F. Those who have not contributed regularly to the financial support of the church within their ability.
- G. The church may also terminate the membership of any individual who is absent from the church services for a period of three (3) months without reasonable excuse.
- H. Any member absent from the services without reasonable excuse for a period of three (3) months shall be placed upon the inactive roll.

- I. It is understood that the purpose of terminating the membership of those who are in violation is to discipline them and to win them back, not to condemn them and forget them (I Corinthians 5:1-2; II Corinthians 2:6-11).
- J. The board of directors reserves the right to remove, without warning, any member which is deemed to be harming the flock or to be in purpose and willful contention with the church.

Any person who may have been terminated as a church member shall be notified of this action in writing by the church secretary and shall have the right to appeal to the presbytery for reconsideration of said action.

The presbytery may restore to membership any person previously excluded, upon request of the excluded person, and upon evidence of the excluded person's repentance and reformation. This should be done in the Spirit of forgiveness and love (II Corinthians 2:6-8).

7. DUTY OF CHURCH MEMBERS IN FELLOWSHIP

- C. To contribute financially for the support of the church and its ministries in tithes and offerings in accordance with the Scriptures as God may prosper them, for the support of its various missionary work, both at home and foreign.
- D. By a godly and Christian life each member shall cooperate with the church, its sr. pastor, board of directors, local and advisory presbytery and deacons in their various efforts to attain to Scriptural church life.
- E. Members shall regularly attend all church services, and special meetings as called by the sr. pastor.
- F. The duties of the members to themselves are: the acquisition of Scriptural knowledge, constant progress in spirituality, and consistency of external conduct.
- G. Each member must consent to be in subjection to church discipline and order as directed in a Scriptural manner by the sr. pastor and presbytery. It is the duty of the members to honor and esteem their sr. pastor; to pray for him fervently and daily; to attend constantly upon his ministration; to manifest a tender regard for his reputation, and to follow his vision. He shall publicly be referred to as "pastor."
- H. It is the duty of each member to cultivate and cherish brotherly love for all people, especially members of the Body of Christ.
- I. It shall be understood that matters discussed among the membership shall remain confidential within the membership.

Membership in Temple And Grace Outreach Center, Inc.

- J. shall terminate by voluntary transfer of membership or membership to another church. It shall also terminate by excommunication of an unruly member, according to Matthew 18:15-17.

8. LIMITATION OF CORPORATE MEMBERSHIP

Membership in the Temple And Grace Outreach Center, Inc.

is limited. Voting in the corporation is limited to those individuals permitted to vote by the constitution and bylaws of the church. The general qualifications for corporate membership are a firm and consistent adherence to the Statement of Fundamental Truths of Temple And Grace Outreach Center, Inc

In addition, the specific qualifications for corporate membership shall consist of the present and evident ability to meet the current needs of the church as perceived by the board of directors and the sr. pastor.

ARTICLE VI ADVISORY COUNCIL

There shall be an advisory council made up of no less than three (3) persons and no more than 5. The council shall be made up of individuals nominated by the senior pastor/president of the corporation and confirmed by a simple majority of the board of directors. (II Timothy 3:16, 17; Acts 15).

PURPOSE

The purpose of the advisory council is to:

Provide a spiritual covering by prayerfully giving necessary aid, comfort, instruction, guidance, protection and correction as well as counsel, wisdom and fellowship to the senior pastor/president (II Timothy 3:16, 17; Acts 15).

Make themselves available to listen to complaints/accusations against the senior pastor/president of the corporation brought to them unanimously by the official board of directors excluding the senior pastor/president and to make a determination.

The board of directors may call the advisory council into session for the following reasons/accusations against the sr. pastor/president:

- Adultery
- Embezzlement
- Compulsive lying
- Sexual impurity

The senior pastor/president may be dismissed by the advisory council for the following reasons.

- Adultery
- Embezzlement
- Compulsive lying
- Sexual impurity

The council will determine if the senior pastor/president is guilty or innocent and whether to dismiss him/her from office. The advisory council is the only entity that has the authority to dismiss the senior pastor/president from his/her position if, after being called into session in accordance with the provisions of the article and after considering all accusations against him/her; they determine that it is the best course of action for him/her and the church. The decision of the advisory council is final.

In the event of death or resignation of the senior pastor/president the board of directors may exercise article V(1)(c) of the bylaws or call the advisory council into session to serve in an apostolic function to seek the face of God and install a new senior

pastor/president.

STRUCTURE

The secretary of the corporation shall be present at all officially called meetings of the advisory council and shall record the proceedings. The secretary shall also create minutes of the meeting and present them to the advisory council within one week (seven days) after the meeting has come to a close.

Any member of the advisory council may be replaced or removed at any time deemed necessary by request of the senior pastor/president and confirmation of the board of directors of the corporation, provided that it not be after the advisory council has been called to officially meet in accordance with section 3 of this article.

The advisory council shall be chaired by the representative nominated by the president and confirmed by the board of directors.

Future vacancies shall be nominated by the president and confirmed by the board of directors with the counsel of the remaining members of the advisory council of this corporation.

The representatives of the advisory council shall be made up of current or former senior pastors or other people in ministry who have or have had at least five (5) years experience and have displayed an uncompromising commitment to the Word of God.

A record of the current and past members of the advisory council shall be kept in a log under the custody of the official board of directors. The log shall clearly list the name of the current chairman.

Any successor senior pastor/president to the founding or current senior pastor/president shall keep the advisory council that was in existence at the time he/she became senior pastor/president. He/she may, after a two year period, make nominations for replacements of no more than one representative per year. He/she must follow the procedure set forth in section 2 of this article.

QUORUM

100% of the advisory council must be present to constitute a quorum. The council may only meet if it has been called to do so unanimously by the official board excluding the senior pastor/president.

DETERMINATIONS

Any action taken by the advisory council is valid by a two-thirds majority.

POWER

The advisory council shall have no innate power or authority as a legal, organizational entity, except that which is invested in them by these bylaws. Their decisions, when called together in accordance with section 1 of this article, shall be final.

ARTICLE VII FINANCE

The corporation shall be financed by the freewill offerings of the members and friends of the corporation, by the established places of worship, by all other subordinate groups affiliated with Temple And Grace Outreach Center, Inc and by fundraisers that are recognized by the senior pastor/president and official board (1 Chronicles 29:6-9; 2 Chronicles. 24:10; 31:10).

ARTICLE VIII GOVERNMENT

OFFICERS

There shall be a senior pastor/president.

There may be an executive pastor/executive vice-president.

There shall be a secretary.

There shall be a treasurer.

Other officers shall be added as needed.

OFFICIAL BOARD

The official board shall consist of the individuals, the majority of which shall serve without remuneration and not be related by blood or marriage. The senior pastor/president shall be chairman of the board and chief executive of the corporation. This paragraph cannot be amended, changed or altered, as it would be a violation of the Holy Scriptures.

COMMITTEES

There shall (as the occasion may demand) be operational committees appointed by the senior pastor/president to serve under the supervision of the board of directors in the capacity of expediting the work of the ministry.

PASTORS

In any established place of worship the senior pastor/president will appoint a pastor to govern the affairs of said place of worship. The appointed pastor will give account to the senior pastor/president of the corporation concerning every aspect of the established place of worship.

ARTICLE IX MEETINGS

CHURCH MEETINGS

In any established place of worship the appointed pastor will be responsible for regular church services.

CORPORATION MEETINGS

The corporation year shall coincide with the calendar year beginning on January 1st, and running through December 31st.

The senior pastor/president will call the official board meeting to discuss the direction of the corporation. The senior pastor/president shall set dates and times for board meetings. A minimum of two-thirds of the officers including the senior pastor/president shall be present for an official board meeting to exist. The board may have invited guests present at any meeting so long as the senior pastor/president has approved it.

The secretary shall keep an accurate account of the minutes that were discussed at any board meeting. He/she then has to submit them at the next board meeting for discussion by the official board and approval by the senior pastor/president. Upon approval by the majority of the board of directors including the senior pastor/president, the minutes shall be adopted, and all policy and procedure in them will continue to be enforced.

ARTICLE X QUORUM

Two-thirds of the board members (including the senior pastor/president) at an official board meeting constitutes a quorum. The pastor is the only one who can call an official board meeting by notifying the board members verbally or in writing with 72 hours notice.

ARTICLE XI MEMBERSHIP REVIEW OF CHURCH RECORDS

REQUESTS MADE BY MEMBERS

To ensure the trust of the membership and to also ensure that a public interest is being served, all church records, financial information and all kinds of financial transactions must always be available for membership inspection and review. Any questions by any members shall be addressed to the treasurer either in writing or by scheduled appointment.

REQUIRED PROVISIONS OF THE REQUEST

The request must state the name of the member, the reason for the request and that the information shall in no way be made public or shared with any other member in a way that will jeopardize the church.

REQUIRED FEE

If requested by a member of this church, a photo copy of any financial transaction in question shall be given. The member shall pay a reasonable fee of \$0.15 per copy (per sheet of paper).

CONFIDENTIALITY

In order to keep the records of the church confidential, records shall not be released to any outside agency, person or entity unless due process has been served and a certified subpoena has been personally delivered. This includes the IRS, except under the provisions of section 7611 which shall be limited only to information deemed to be relevant to the inquiry being made. At all times the IRS will be expected to comply with all of the provisions of section 7611.

DENYING A REQUEST

The board of directors reserves the right to deny such a request for any of the following reasons:

- A. The request is considered by the board of directors and deemed to be frivolous.
- B. The member making the request has a history of being divisive.
- C. The member does not adequately provide the required information on the request as stated in paragraph 1 of this article.
- D. The person making a request is a non-member or a person whose membership was terminated.

ARTICLE XII DEFINITIONS

Presbytery: The presbytery is the board of directors.

Officers: The officers of the church are also the board of directors.

ARTICLE XIII AMENDMENTS

Amendments to this constitution may be made by a 75% vote of the official board, including the senior pastor's/president's approval.

Additionally, the minister must make the member aware that in order for clergy –penitent privilege to apply all other parties must leave the room before the session may begin.

ARTICLE XII AMENDMENTS

Amendments to the bylaws may be made by a 75% vote of the official board, including the senior pastor's/president's approval.

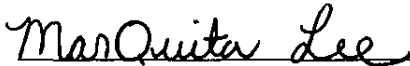
These bylaws adopted on this day make null and void all prior addendums and these bylaws supersede and replace all previous bylaws voted on prior to this day.

Signed and certified this _____ day of July, 2010 to be effective immediately.



Senior Pastor/President

Temple And Grace Outreach Center, Inc.



Secretary, Board of Directors

Temple And Grace Outreach Center, Inc

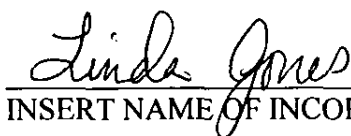
ARTICLE 10. AMENDMENTS TO ARTICLES OF INCORPORATION

These articles of incorporation may be amended in the manner provided by statute or in the following manner:

Every amendment shall be approved by the board of directors.

I, THE UNDERSIGNED, for the purposes of becoming a corporation not for profit under the provisions of the laws of Florida, do make and affix my signature to acknowledge and file in the office of the Secretary of State these articles of incorporation.

WITNESS my respective hand and seal on the date and place indicated below.


INSERT NAME OF INCORPORATOR

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the

Articles of Amendment
to
Articles of Incorporation
of

Temple and Grace Outreach Center, Inc
(Name of Corporation as currently filed with the Florida Dept. of State)

NO8000008282
(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)

1648 Palmetto Ave
Fort Myers, FL 33916

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent: _____

New Registered Office Address: _____ (Florida street address)

_____, Florida
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There are no margins, text, or other markings on the paper.

The date of each amendment(s) adoption: 8-4-2010
(date of adoption is required)
Effective date if applicable: 8-4-2010
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were adopted by the members + DIRECTORS and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 8-4-2010

Signature

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Linda Jones

(Typed or printed name of person signing)

President

(Title of person signing)