

NM000012469

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

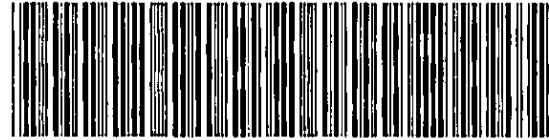
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



400306013444

11/28/17--01022--024 **87.50

RECEIVED
17 DEC 18 PM 4:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N CULLIGAN

DEC 18 2017

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Lift Church Miami, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Matt Shull
Name (Printed or typed)

3832 San Simeon Circle
Address

Weston, FL 33331
City, State & Zip

305-890-640
Daytime Telephone number

mshull82@icloud.com
E-mail address: (to be used for future annual report notification)

305-890-6140

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 29, 2017

MATT S. HULL
3832 SAN SIMEON CIRCLE
WESTON, FL 33331

SUBJECT: LIFT CHURCH MIAMI, INC
Ref. Number: W17000094740

We have received your document for LIFT CHURCH MIAMI, INC and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

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) 245-6052.

Neysa Culligan
Regulatory Specialist II

Letter Number: 117A00024109

RECEIVED
DIVISION OF CORPORATIONS
NOV 30 2017
11:31 AM

LIFT CHURCH MIAMI, INC.

ARTICLES & BYLAWS

Table of Contents

Article I Name..... p. 2

Article II Principal Office..... p. 2

Article III Purpose..... p. 2

Article IV Manner of Election..... p. 3

Article V Initial Officer/Directors..... p. 6

Article VI Registered Agent..... p. 7

Article VII Incorporator.....p.7

Article VIII Effective Date..... p. 7

Article IX Statement of Faith..... p. 8

Article X Senior Pastor/President.....p. 10

Article XI Overseer Directors..... p. 14

Article XII Trustees of the Corporation.. p. 15

Article XIII Elders..... p. 19

Article XIV Church Congregation.....p. 22

Article XV Officers.....p. 23

Article XVI Business Practices.....p. 25

Article XVII Church Ministry.....p. 27

Article XVIII Church Discipline.....p. 29

Article XIX Amendment of Bylaws.....p. 30

FILED
17 DEC 18 PM 4:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

Name

The name of this corporation shall be Lift Church Miami, Inc.

ARTICLE II

Principal Office

The principal office of Lift Church Miami, Inc. shall be located at the address of 3832 San Simeon Circle Weston, FL 33331. The corporation may have such other offices, either within or without the State of Incorporation, as the Board of Trustees, hereinafter referred to as the Trustees, may determine.

ARTICLE III

Purpose

The purpose of Lift Church Miami, Inc. shall be organized and operated exclusively for religious purposes 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 in order to:

1. Minister the Word of God.
2. Conduct regular religious worship services through various forms of ministries and service.
3. Promote and encourage, through ministries of the organization, cooperation with other organizations ministering within the community.
4. Spread the Gospel by ministering to all through events, various communication platforms, mass media and service to the community.
5. Conduct a local and international church by the direction of the Lord Jesus Christ and under the leadership of the Holy Spirit in accordance with all the provisions as set forth in the Bible.
6. Maintain local church and missionary facilities.
7. Conduct a school for ministers and leaders.
8. License and ordain qualified individuals including graduates of ministerial schools.
9. 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.

Section I. Non-Profit

Lift Church Miami, Inc. is not organized, nor shall it operate, for pecuniary gain or profit, and it does not contemplate the distribution of gains, profits, or dividends to its members and is organized solely for non-profit purposes. The property, assets, profits and net income of this church are irrevocably dedicated to charitable, educational, and religious purposes and no part of the profits or net income of this church shall ever inure to the benefit of any individual. On the dissolution of this church, its assets

remaining after payment, or provision or payment of all debts and liabilities of this church shall be distributed to a non profit fund, foundation, or corporation that is organized and operated for charitable, educational, ecclesiastical, or religious purposes and that has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986.

Section II. Prohibition Against Sharing in Corporate Earnings.

No member, Trustee, officer, employee, committee member, or person connected with the church, or any other private individual shall receive at any time any of the net earnings or pecuniary profit from the operations of the church, provided that this shall not prevent the payment to any such person of such reasonable compensation for services rendered to or for the church in effecting any of its purposes as shall be fixed by the church leadership, and no such person or persons shall be entitled to share in the distribution of any of the church assets upon dissolution of the church. All members of the church shall be deemed to have expressly consented and agreed that upon such dissolution of the affairs of the church, whether voluntary or involuntary, the assets for the church, after all debts have been satisfied, then remaining in the hands of the leadership shall be distributed, conveyed, delivered and paid over, in such amounts as the leadership may determine or as may be determined by the court of competent jurisdiction for public safety, literary or educational organizations which would then qualify under the provision of Section 501(c)(3) of the Internal Revenue Code of 1986 and its regulations as they now exist or as they may hereafter be amended.

Section III. Exempt Activities

Notwithstanding any other provision of these Bylaws, no member, Trustee, officer, employee, or representative of Lift Church Miami, Inc. shall take any action or carry on any activity by or on behalf of the church not permitted to be taken or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 and its regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are now deductible under Sections 170(c)(2) and 509(a)(1) of such codes and regulations as they now exist or as they may hereafter be amended.

ARTICLE IV

Manner of Election

Lift Church Miami, Inc. seeks to be Spirit led in all of our decisions. The Senior Pastor/ President, the Congregation, the Overseers, the Elders, and the Trustees all have a role in leadership. The Senior Pastor/President's office is responsible for developing and communicating the vision and overseeing the day to day ministry of the church as described in Article X. The Congregation influences the spiritual tone, strength and direction of the church as described in Article XIV. The Director Overseers are to protect the church through counsel, prayer, and if required, the discipline of the Senior Pastor/President, as described in Articles XI and XVIII. The Elders are to serve the church as described in Article XIII. The Trustees are to serve the church by assuring compliance with church corporation

management policies and by approving the major financial commitments for the church as described in Article XII.

Senior Pastor/President: The Senior Pastor/President is the voting chairman of the Trustees. He/she has the ability to set the agenda for board meetings, lead discussion and vote on all matters.

Overseer Directors: Overseer Directors are the accountability partners for the organization, and advisors of the Senior Pastor/President. Overseer Directors may, initially, also serve in the capacity of the Trustees and Elders in the corporation's first five (5) years, if there are not enough capable people available to fill those positions.

Trustees: Trustees are the main governing body of the organization and manage the affairs of the organization. The Secretary/Treasurer is a voting member of the Trustees.

Elders: are in charge of the spiritual well being of the church. They also are charged with the licensing and ordaining of Lift Church Miami, Inc.

Congregation: are in charge of the culture, strength and tone of the church. They become the living embodiment of our vision, mission and core values. They are also charged with the task of caring for our surrounding community.

Section II. Election of Position

Paragraph 1. Senior Pastor/President

Senior Pastor/ President of the Church, Senior Pastor/President and Chief Executive Officer (CEO) of Lift Church Miami, Inc. Since Lift Church Miami, Inc. has two (2) complimentary branches; the spiritual body of believers and the legal corporation, it is the Senior Pastor/President that administratively bridges the gap between the two (2) branches. The Senior Pastor/President is primarily responsible for the spiritual life of the church, therefore, he must be in a position corporately to insure that financial strength is directed toward accurate ministry. The Senior Pastor/President will be accountable to the Overseer Directors in the event of alleged misconduct in compliance with these Articles.

Paragraph 2. Overseer Directors

The Overseer Directors shall be composed of at least three (3) individuals who are nominated by the Senior Pastor/President and confirmed by the Elders after five (5) years after the beginning of the church. The Overseer Directors shall serve without remuneration and not be related by blood or marriage.

Paragraph 3. Trustees

The Trustees shall be composed of at least three (3) members of Lift Church Miami, Inc. who are nominated and affirmed by a majority vote of the Trustees. The majority shall serve without

remuneration and not be related by blood or marriage. The term of office of the Trustees shall be two (2) years. After the two (2) year term the Senior Pastor/President may select them for another term. Trustees are subject to removal in accordance with paragraph 5. All Trustees must be selected by the Senior Pastor/President and approved by a majority vote of the Trustees.

Paragraph 4. Elders

The Elders shall be composed of at least three (3) members of Lift Church Miami, Inc. who are appointed by the Senior Pastor/President. The term to serve as an Elder is two (2) years. After serving their two (2) year term the Senior Pastor/President may choose to select them again for another two (2) year term of service or the Senior Pastor/President may choose to select another member.

Paragraph 5. Congregation

The Congregation of Lift Church Miami Inc. shall be anyone who supports with action the vision, mission and core values of our church with their time, talent and treasure.

ARTICLE V

Initial Officer and Overseer Directors

Matthew Shull, Senior Pastor/President

3832 San Simeon Circle

Weston, FL 33331

Norman Wilkie

611 North Emerson Street

Jenks, OK 74037

David Stephens

1261 Caroline Street NE #107

Atlanta, GA 30307

Phillip Villarreal

18322 East 42nd Street

Tulsa, OK 74134

17 DEC 18 PM 4:14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VI

Registered Agent

I hereby am familiar with and accept the duties
and responsibilities as registered agent for Bill Church Miami, Inc.
Matthew C. Shull

3832 San Simeon Circle

Weston, FL 33331

Signed: DocuSigned by:
Matthew Shull
F5EB6F9BF3F74B2...

ARTICLE VII

Incorporator

Matthew C. Shull

3832 San Simeon Circle

Weston, FL 33331

Signed: DocuSigned by:
Matthew Shull
F5EB6F9BF3F74B2...

ARTICLE VIII

Effective Date

These Articles of Incorporation and Bylaws shall be effective on the date of January 1, 2018.

ARTICLE IX

Statement of Faith

JESUS CHRIST: Jesus Christ is the Son of God. He is God and is the second Person in the Divine Godhead. Jesus Christ is 100% God and 100% man. He is the only man who ever lived a sinless life. He was born of the Virgin Mary, lived a sinless and perfect life, performed miracles, died on the cross for mankind and thus, atoned for our sins through the shedding of His blood. He rose from the dead on the third day according to the Bible, ascended to the right hand of the Father, and will return again in power and glory [John 1:1,14 20:28; 1 Timothy 3:16; Isaiah 9:6; Philippians 2:5-6; 1 Timothy 2:5].

HOLY BIBLE: The Holy Bible, and only the Bible, is the authoritative Word of God. It alone is the final authority in determining all doctrinal truths. In its original writing, it is inspired, infallible and inerrant [2 Timothy 3:16; 2 Peter 1:20-21; Proverbs 30:5; Romans 16:25-26].

TRINITY: There is one God, eternal existent in three divine persons: Father, Son and Holy Spirit. These three are co-equal and co-eternal [1 John 5:7; Genesis 1:26; Matthew 3:16-17, 28:19; Luke 1:35; Isaiah 9:6; Hebrews 3:7-11].

REDEMPTION: Man was created good and upright, but by voluntary transgression he fell; his only hope of redemption is in Jesus Christ, the Son of God [Genesis 1:26-31, 3:1-7; Romans 5:12-21].

REGENERATION: For anyone to know God, regeneration by the Holy Spirit is absolutely essential [John 6:44,65].

SALVATION: We are saved by grace through faith in Jesus Christ; His death, burial and resurrection. Salvation is a free gift from God, not a result of our good works or of any human effort [Ephesians 2:8-9; Galatians 2:16, 3:8; Titus 3:5; Romans 10:9-10; Acts 16:31; Hebrews 9:22].

REPENTANCE: Repentance is the commitment to turn away from sin in every area of our lives and to follow Christ, which allows us to receive His redemption and to be regenerated by the Holy Spirit. [Acts 2:21, 3:19; 1 John 1:9].

SANCTIFICATION: Sanctification is the ongoing process of yielding to God's word and His Spirit in order to complete the development of Christ's character in us. It is through the present ministry of the Holy Spirit and the Word of God that the Christian is enabled to live a godly life [Thessalonians 4:3, 5:23; 2 Corinthians 3:18, 6:14-18, 2 Thessalonians 2:1-3, Romans 8:29, 12:1-2, Hebrews 2:11].

BAPTISM IN THE HOLY SPIRIT: The baptism in the Holy Spirit, as promised by Jesus to all believers, is a gift received subsequent to new birth (salvation). The baptism in the Holy Spirit enables Christ followers to fully utilize public and private spiritual gifts for the furtherance of the Church and for personal spiritual growth. We believe the evidence of the baptism in the Holy Spirit is speaking in tongues. Joel 2:28-29; Matthew 3:11; Mark 16:17; Acts 1:5, 2:1-4, 17, 38-39; 8:14-17, 10:38, 44-47; 11:15-17, 19:1-6; 1 Corinthians 14

THE CHURCH: We believe in the power and significance of the Church and the necessity of believers to meet regularly together for fellowship, prayer, and the "breaking of bread." We believe that God has individually equipped us so that we can successfully achieve His purpose for our lives which is to worship God, fulfill our role in the Church, and serve the community in which we live. [Matthew 16:18-19, 18:15-20; Acts 2:41-47, 5:11-14, 13:1-3, 14:23, 16:5, 20:28; 1 Corinthians 7:17; Ephesians 1:22-23, 2:19-22, 3:10-12, 5:22-32; Colossians 1:18, 3:15; 1 Peter 5:1-4; Revelation 21:2-3].

HEALING: Daily wholeness and divine healing were purchased by Jesus' atoning sacrifice. Wisdom for the healthy stewardship of our bodies and divine healing by the laying on of hands are available to every believer. Psalm 103:2-3; Isaiah 53:5; Matthew 8:16-17; Acts 8:6-7; James 5:14-16; 1 Corinthians 12:9, 28; Romans 11:29

TWO SACRAMENTS:

Water Baptism: Following faith in the Lord Jesus Christ, the new convert is commanded by the Word of God to be baptized in water in the Name of the Father and of the Son and of the Holy Spirit [Matthew 28:19; Acts 2:38].

The Lord's Supper: A unique time of communion in the presence of God when the elements of bread and grape juice (the Body and Blood of the Lord Jesus Christ) are taken in remembrance of Jesus' sacrifice on the Cross [Matthew 26:26-29; Mark 16:16; Acts 8:12, 36-38; 10:47-48; 1 Corinthians 10:16, 11:23-25].

MARRIAGE: The family is the first institution that God created in human relationships through the union of marriage. Marriage has a divine origin, expressed throughout the Bible and is of great importance to the church. Coming from our desire to follow Jesus and practice a biblical lifestyle, we recognize the sanctity of marriage to be between one natural born biological man and one natural born biological woman. The ministers of LIFT Church may conduct marriage ceremonies in accordance with the teaching of Scripture, our statement of beliefs and in accordance with state laws. LIFT Church supports, blesses and promotes a New Testament example of family. [Ephesians 5:25-33; Genesis 1:27,28; Genesis 2:24; Matthew 19:5; Ecclesiastes 4:12; Mark 10:9; Malachi 2:16].

RESURRECTION: Jesus Christ was physically resurrected from the dead in a glorified body three days after His death on the cross. In addition, both the saved and the lost will be resurrected; they that are saved to the resurrection of life and they that are lost to the resurrection of eternal death [Luke 24:16,36,39; John 2:19-21, 20:26-28, 21:4; Acts 24:15; 1 Corinthians 15:42,44; Philippians 1:21-23, 3:21].

HEAVEN: Heaven is the eternal dwelling place for all believers in the Gospel of Jesus Christ. [Matthew 5:3, 12, 20, 6:20, 19:21, 25:34; John 17:24; 2 Corinthians 5:1; Hebrews 11:16; 1 Peter 1:4].

HELL: After living one life on Earth, the unbelievers will be judged by God and condemned to Hell where they will be eternally tormented with the Devil and the Fallen Angels [Matthew 25:41; Mark 9:43-48; Hebrews 9:27; Revelation 14:9-11, 20:12-15, 21:8].

SECOND COMING: Jesus Christ will physically and visibly return to Earth for the second time to establish His Kingdom. This will occur at a date undisclosed by the Scriptures [Matthew 24:30, 26:63-64; Acts 1:9-11; 1 Thessalonians 4:15-17; 2 Thessalonians 1:7-8; Revelation 1:7].

ARTICLE X

Senior Pastor/ President of the Church, Senior Pastor/President and Chief Executive Officer (CEO) of the Corporation.

Section I. The Office of the Senior Pastor/President.

Paragraph 1. The Dual Role.

Because Lift Church Miami, Inc. has two (2) complimentary branches; the spiritual body of believers and the legal corporation, it is the Senior Pastor/President that administratively bridges the gap between the two (2) branches. The Senior Pastor/President is primarily responsible for the spiritual life of the church, therefore, he must be in a position corporately to insure that financial strength is directed toward the ministries of fruitful impact.

Paragraph 2. Responsibilities of the Senior Pastor/President.

It is the Senior Pastor/President's responsibility to:

1. Provide Biblical vision and direction for the congregation.
2. Define and communicate the Church's purpose, vision, mission and core values.
3. Oversee and Coordinate the day to day ministry of the congregation and administration of the church.
4. Nominate Overseers pursuant to Article IV .
5. Recognize and enlist apostolic, prophetic, evangelistic, pastoral and teaching ministries, and additional staff members as he deems Biblical and necessary for the healthy and balanced spiritual ministry to the body of believers.
6. Nominate Elders pursuant to Article IV who will help oversee the spiritual care of the congregation.
7. Nominate Trustees pursuant to Article IV who will help oversee the business of the corporation.
8. Staff the church as he deems necessary to help administrate the affairs of the corporation.

Paragraph 3. The Senior Pastor/President's Spiritual Leadership.

In his role as Senior Pastor/President, he may work with Overseers, Elders, or anyone serving in any five-fold ministry offices as outlined in Ephesians 4:11-13 in any way that he determines is Biblical. In addition, he may budget monies, hire staff, develop projects or ministries, and create

small groups or other specialized ministries according to his convictions and Biblical understanding, subject to the general supervision and direction of the Trustees. He shall have the authority to appoint and approve any assistants that are necessary to properly carry on the work of the church.

Paragraph 4. The Senior Pastor/President's Responsibility for Services.

Times, order of services, and the leadership of services are to be determined by him or by the spiritual church structure that he establishes. No person shall be invited to speak, teach or minister at a service held in Church-owned facilities, or in the name of the church, without the approval of the Senior Pastor/President or the appropriate member of the established church pastoral ministry team.

Section II. The Office of the Senior Pastor/President and Chief Executive Officer (CEO).

Paragraph 1. The Senior Pastor/President shall serve as the Senior Pastor/President and CEO of the Corporation.

The Senior Pastor/President and CEO are hereinafter, in most instances, referred to as the Senior Pastor/President. The corporation finds its headship under the Lord Jesus Christ followed by the Senior Pastor/President. If possible, he shall preside at all meetings of the Trustees and shall see that all orders and resolutions of the Trustees are put into effect. He shall execute in the name of the corporation all deeds, bonds, mortgages, contracts, and other documents authorized by the Trustees. He shall be an ex-officio member of all standing committees, and shall have the general powers and duties of supervision and management usually vested in the office of the Senior Pastor/President of a corporation.

Paragraph 2. The Senior Pastor/President's Role with Trustees.

Hereinbelow, the Senior Pastor/President is the voting chairman of the Trustees. He calls meetings and determines the agenda in consultation with the Trustees. The Senior Pastor/President shall make selections from the church Congregation at a rate not to speed one (1) new appointment every four (4) months. Such nominees shall be confirmed by a majority vote of the Trustees. The Senior Pastor/President may also dismiss Trustee members, but at a rate that does not exceed one (1) dismissal every four (4) months in accordance with Article 9, Section 4, Paragraph 2.

Paragraph 3. The Senior Pastor/President is the senior administrator of the church. He is ultimately responsible for all day-to-day administrative decisions of the church.

Paragraph 4. The Senior Pastor/President's Role with Staff.

The Senior Pastor/President hires, directs and dismisses staff. As the Senior Pastor/President, his call is confirmed to the church through the congregation, and those hired through him are to assist him in fulfilling this calling.

Paragraph 5. Salaries

All salaries shall be determined in the following manner:

1. A compensation review will be made for each candidate in accordance to their education, skill level and experience. Consideration will be made by the Trustees for approval.
2. The Board of Trustees shall consider and vote on the proposed salary package. A salary will be approved with a majority vote from the Board of Trustees.
3. Only uncompensated individuals of the Board of Trustees shall vote on any recommended compensation package.
4. All salaries shall be reviewed each year during the last meeting of the calendar year.
5. Pay scales shall be explained to new full-time salaried employees and, should they ever be changed, they will be given in writing to the affected employees. If there is a severance pay agreement, that too must be given to the employee in writing. In addition, all part-time salaries and hourly wages are variable and are to be determined between the Senior Pastor/President and the employee.

Paragraph 6. The Senior Pastor/President' Salary Exceptions.

Senior Pastor/President's Compensation Team. The Senior Pastor/President's compensation is to be established by the Overseer Directors. The Senior Pastor/President may submit a desired compensation plan but may not vote. If the majority of the Overseer Directors approve the compensation package it shall be established for the following year.

Paragraph 7. Senior Pastor/President's Compensation Approval.

Compensation paid to the Senior Pastor/President shall be approved on an annual basis by a majority vote of the Overseer Directors. In so doing, the non-employee Overseer Directors shall consider duties, performance evaluations, compensation, comparability data, and other relevant information. Such information will be provided by the Church Treasurer. In no event shall the Senior Pastor/President's salary be less than it would be according to the pay scale established for the other members of the pastoral team.

Paragraph 8. Installation of New Senior Pastor/President When departing Senior Pastor/President in good standing with Lift Church Miami, Inc.

8.1 If the Senior Pastor/President is in good standing or dies while in good standing a new Senior Pastor/President shall be selected through the following process. The Senior Pastor/President shall nominate a new Senior Pastor/President (in a previously signed writing in the event of death) and the Overseers will vote and approve such nomination. If the Senior Pastor/President is unable to nominate a new person or the Overseers cannot reach a majority vote, then the Overseer Directors shall nominate a person, under the same terms as are described in Paragraph 9.1 below.

8.2 The Senior Pastor/President is in "Good Standing" if: (1) he is not under discipline by the Overseers, (2) he is not under investigation by the Overseers, and/or (3) he has not engaged in any conduct that could subject the Senior Pastor/President to discipline by the Overseers.

8.3 The Overseers shall serve as the confirmation for the nominated individual.

8.4 In the event of a vacancy in the office of the Senior Pastor/President due to disability, death, or other absence while the Senior Pastor/President is in good standing, the acting Senior Pastor/President shall be a person named by the Senior Pastor/President in a signed writing to the Overseer Directors in advance of such disability or absence. Such acting Senior Pastor/President shall serve until such time as a new Senior Pastor/President shall be eligible for nomination and confirmation as Senior Pastor/President.

Paragraph 9. Installation of New Senior Pastor/President When Departing Senior Pastor/President Not in Good Standing.

9.1 If the Senior Pastor/President is not in good standing, a new Senior Pastor/President shall be selected through the following process. The Overseers shall nominate a new Senior Pastor/President by an affirmative vote of the majority of Overseers.

9.2 The Senior Pastor/President is not in "Good Standing" if (1) he is under discipline by the Overseers, (2) he is under investigation by the Overseers, and/or (3) he has engaged in any conduct that could subject the Senior Pastor/President to discipline by the Overseers.

9.3 In the event of a vacancy in the office of the Senior Pastor/President due to disability, death, discipline, or absence while the Senior Pastor/President is not in good standing, the Overseers may by a majority vote appoint an acting Senior Pastor/President until such time as a new Senior Pastor/President is nominated and confirmed by the Overseers. The acting Senior Pastor/President may also be eligible for nomination and confirmation as Senior Pastor/President.

ARTICLE XI

Overseer Directors

The members of the Overseer Directors must be licensed or ordained ministers, and they must be leaders or on staff of other respected congregations (or they must have been in the past). Overseers must also have wisdom in handling the interests of the church and Senior Pastor/President and know and love Lift Church Miami, Inc. and its Senior Pastor/President. They may not be an active member of Lift Church Miami, Inc. They must agree to make themselves available at their own expense to serve Lift Church Miami, Inc. if requested and must be willing to provide spiritual protection to the church through prayer and by living an honorable Christian lifestyle.

Section I. Biblical Qualifications for Overseer Director

"Now the Overseer must be above reproach, the husband of but one wife, temperate, self-controlled, respectable, hospitable, able to teach, not given to drunkenness, not violent but gentle, not quarrelsome, not a lover of money. He must manage his own family well and see that his children obey him with proper respect. (If anyone does not know how to manage his own family, how can he take care of God's church?) He must not be a recent convert, or he may become conceited and fall under the same judgment as the devil. He must also have a good reputation with outsiders, so that he will not fall into disgrace and into the devil's trap." 1 Timothy 3:2-7

Section II. Selection and Function of Overseer Directors.

Overseers will be nominated by the Senior Pastor/President and confirmed by the Elders after five (5) years after the beginning of the church. The Senior Pastor/President will be accountable to the Overseers in the event of alleged misconduct in compliance with these Articles.

Section III. Installing New Overseer Directors.

Each year the Senior Pastor/President and the Elders may replace one (1) of the Overseers and enter that change into the minutes of a Trustees' meeting. If disciplinary action is being considered, changes in the Overseers may not be made until its work is completed.

Section IV. Role of the Overseer Directors with the Trustees.

In the event of an unbalanced Board of Trustees during the corporation's first five (5) years, commencing on the date of incorporation, the Overseer Directors may serve in the capacity of the Board

of Trustees until the appropriate Trustee appointments are made subject to these Articles. Such appointments must be made before the end of the corporation's fifth (5) year.

Section V. Role of the Overseer Directors with the Elders.

In the event of an unbalanced Board of Elders during the corporation's first five (5) years, commencing on the date of incorporation, the Overseers may serve in the capacity of the Board of Elders until the appropriate Elder appointments are made subject to these Articles. Such appointments must be made before the end of the corporation's fifth (5) year.

ARTICLE XII

Trustees of the Corporation

The major financial affairs of the corporation shall be managed by the Trustees whose members shall have a fiduciary obligation to the corporation according to these Articles & Bylaws. The Trustees vote in accordance with these Articles & Bylaws in order to conduct the major business decisions of the corporation. The Trustees oversee the provision of the physical facilities needed by the church body. They also coordinate any construction projects which require a loan.

Section I. Exclusive Authority.

The Trustees are the only body within the corporation or church body with the authority to:

1. Buy and sell real estate.
2. Borrow money.
3. Secure real estate leases.

Section II. Counsel.

The Trustees are to provide counsel, at the Senior Pastor/President's request, regarding the major financial commitments of the church.

Section III. Monies Available to Trustees.

In order to provide for the physical needs of the church, the Trustees have available to them 100% of all unrestricted monies accumulated in any type of savings accounts including stocks, bonds, certificates of deposit, mutual funds, etc. and all assets in land and property.

Section IV. Number and Selection.

The Trustees shall be composed of at least three (3) members who are nominated and affirmed by a majority vote of the Trustees. The majority shall serve without remuneration and not be related by blood or marriage. The term of office of the Trustees shall be two (2) years. After the two (2) year term the Senior Pastor/President may select them for another term. Trustees are subject to removal in accordance with paragraph 5. All Trustees must be selected by the Senior Pastor/President and approved by a majority vote of the Trustees.

Section V. Removal

Any Trustee may be removed from office with or without cause by a simple majority vote of the Board of Trustees. However, the removal of the Senior Pastor/President is subject to the Overseer Directors.

The following reasons are considered just cause for removal from the board of Trustees:

1. In absentia at three consecutive board meetings;
2. Violation of the Mutual Interest clause of Article 2;
3. Not acting in the best interests of the organization;
4. Willful no disclosure of a conflict of interest as interpreted by a majority vote of the board.

A Trustee may be removed from the board in the following manner:

1. By letter of resignation submitted to the Senior Pastor/President;
2. By action of the board of Trustees in which a simple majority of the board, including the Senior Pastor/President's vote in favor for removal, but at a rate that does not exceed one (1) dismissal every four (4) months.

Section VI. Meetings.

A meeting of the Trustees shall be held at least twice a year. The Senior Pastor/President, or any Trustee may call a meeting at any time, under the condition that a majority [two (2) or more] of the Trustees attend the meeting.

Paragraph 1. Leadership of Meetings.

If at all possible, the Senior Pastor/President is to attend and lead each Trustee's meeting. If not possible, the Secretary/Treasurer shall lead the meeting. If neither the Senior Pastor/President nor the Secretary/Treasurer is able to lead the meeting, the Trustees must choose a leader for that meeting and proceed in order, with the appointed leader keeping minutes for the record. Any motions passed and recorded in a meeting without the Senior Pastor/President or the Secretary/Treasurer may not take effect until the following meeting with either the Senior

Pastor/President or the Secretary/Treasurer present when the minutes of the previous meeting are approved.

Paragraph 2. Location of Meetings.

Any meeting of the Trustees may be held at such place or places as shall from time to time be determined by the Trustees or by the Senior Pastor/President and designated in the notice of the meeting.

Paragraph 3. Written Notice of Meetings.

Whenever, under the provisions of a statute or the Articles of Incorporation of these Bylaws, a written notice is required to be given to any Trustee:

1. Such notice will require a minimum of four (4) days notice.
2. Such notice may be given in writing, by fax, or by mail at such fax number or address as appears on the books of the corporation and such notice shall be deemed to be given at the time the notice is faxed or mailed.
3. The person entitled to such notice may waive the notice by signing a written waiver either before, at, or after the time of the meeting.
4. Attendance of a Trustee at any meeting of the Board of Trustees will constitute a waiver of notice of such meeting except where such Trustee attends a meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of any business because the meeting is not lawfully called or convened.

Paragraph 4. Regular Meetings.

The Trustees may establish regular meetings. No notice shall be required for any regular meeting.

Paragraph 5. Trustee Action by Unanimous Written Consent Without Meeting.

Any action required or permitted to be taken by the Board of Trustees under any provision of law may be taken without a meeting, if all members of the Board of Trustees 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 of Trustees. Such action by written consent shall have the same force and effect as the unanimous vote of the Trustees. Any certificate or other documents filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Trustees without a

meeting and that the Bylaws of this corporation authorize the Trustees to so act and such statement shall be prima facie evidence of such authority.

Paragraph 6. Waiver of Notice.

Attendance of a Trustee at any meeting of the Board of Trustees will constitute a waiver of notice of such meeting except where such Trustee attends a meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of any business because the meeting is not lawfully called or convened.

Paragraph 7. Meetings by Remote Communications Technology.

Subject to the notice provision aforementioned in this Article, the Trustees may also hold meetings by means of a remote electronic communications system, including video or telephone conferencing technology or the Internet, or any combination, only if each person entitled to participate in the meeting consents to the meeting being held by means of that system, and the system provides access to the meeting in a manner or using a method by which each person participating in the meeting can communicate concurrently with each other participant. Participation in such a meeting shall constitute presence in person at such meeting, except participation for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

Paragraph 8. Quorum.

A simple majority of the Trustees (including the Senior Pastor/President) at an official board meeting constitutes a quorum.

Section VII. Compensation.

The majority of the Trustees shall not receive any salaries for their services.

ARTICLE XIII

Elders

The Elders are to covenant together with the congregation and the Senior Pastor/President for the development of the spiritual life of the church. These men and their spouses are to be the primary protectors and encouragers of a positive spiritual climate within the church body. They serve in a spiritual capacity to create and maintain stability in potentially negative situations. The only governing authority afforded them is the ability to license and ordain ministers of the gospel and the ability to confirm overseers to their positions. The Elders are leaders who function within the local church. They meet Biblical qualifications for Elders and function in that calling, but the majority of the Elders derive their income from sources other than the church. The number of Elders shall be determined by the Senior Pastor/President but shall not be less than three (3).

Section I. Functions.

The functions of the Elders are:

1. Maintain and teach by living a godly, Christian lifestyle.
2. Provide a prayer shield for the pastoral team and the local church.
3. Defend, protect and support the integrity of the pastoral team and the local church.
4. Pray for the sick.
5. Organize, implement and execute licensing and ordination requirements and procedures.
6. Mediate disputes among the believers.
7. Biblical Guidance.
8. Confirm Overseers to their positions.
9. Contact the Overseers to initiate investigation and potential discipline of the Senior Pastor/President.
10. License and Ordain ministers of the gospel.

Section II. Biblical Qualifications for Elders.

"An Elder must be blameless, the husband of but one wife, a man whose children believe and are not open to the charge of being wild and disobedient. Since an Elder is entrusted with God's work, he must be blameless ~ not overbearing, not quick tempered, not given to drunkenness, not violent, not pursuing dishonest gain. Rather he must be hospitable, one who loves what is good, who is self-controlled,

upright, holy and disciplined. He must hold firmly to the trustworthy message as it has been taught, so that he can encourage others by sound doctrine and refute those who oppose it.” (Titus 1:6-9 NIV)

Section III. Nomination and Appointment of Elders.

The appointment of Elders will be made by the Senior Pastor/President.

Section IV. Two (2) Year Service Terms.

Once selected to serve as an Elder, the Elder and his spouse are to serve for a period of two (2) years. After that time of service, the selection process is to be repeated by the Senior Pastor/President. After serving the two (2) year term the Senior Pastor / President may choose to nominate them again for another two (2) years.

Section V. Removal of an Elder

Should anyone in the congregation, including a staff member or another Elder, bring accusation against an Elder, charging they do not qualify for Elders, a vote of the remaining Elders will be taken at a properly called meeting. The Elder may be removed by a simple majority vote of the remaining Elders.

Section VI. Replacement of Elders

During the two (2) years of service, those Elders who are no longer able to serve for any reason need not be replaced as long as at least three (3) Elders remain.

Section VI. Meeting of Elders

Paragraph 1. Frequency of Meetings.

A meeting of the Elders shall be held at least twice a year. The Senior Pastor/President may call for a meeting at any time if the need arises.

Paragraph 2. Leadership of Meetings.

If at all possible, the Senior Pastor/President is to attend and lead each Elder’s meeting. If not possible, the Secretary/Treasurer shall lead the meeting. If neither the Senior Pastor/President nor the Secretary/Treasurer is able to lead the meeting, the Elders must choose a leader for that meeting and proceed in order, with the appointed leader keeping minutes for the record. Any motions passed and recorded in a meeting without the Senior Pastor/President or the Secretary/Treasurer may not take effect until the following meeting with either the Senior Pastor/ President or the Secretary/Treasurer present when the minutes of the previous meeting are approved.

Paragraph 3. Location of Meetings.

Any meeting of the Elders may be held at such place or places as shall from time to time be determined by the Elders or fixed by the Senior Pastor/President and designated in the notice of the meeting.

Paragraph 4. Written Notice of Meetings.

Whenever, under the provisions of a statute or the Articles of Incorporation or these Bylaws, a written notice is required to be given to any Elder:

1. Such notice will require a minimum of four (4) days notice.
2. Such notice may be given in writing, by fax, or by mail at such fax number or address as appears on the books of the corporation and such notice shall be deemed to be given at the time the notice is faxed or mailed.
3. The person entitled to such notice may waive the notice by signing a written waiver either before, at, or after the time of the meeting.
4. Attendance of an Elder at any meeting of the Board of Elders will constitute a waiver of notice of such meeting except where such Elder attends a meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of any business because the meeting is not lawfully called or convened.

Paragraph 5. Regular Meetings.

The Elders may establish regular meetings. No notice shall be required for any regular meeting.

Paragraph 6. Elder Action by Unanimous Written Consent Without Meeting.

Any action required or permitted to be taken by the Elders under any provision of law may be taken without a meeting, if all of the Elders 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 Elders. Such action by written consent shall have the same force and effects the unanimous vote of the Elders. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Elders without a meeting and that the Bylaws of this corporation authorize the Elders to so act and such statement shall be prima facie evidence of such authority.

Paragraph 7. Waiver of Notice.

Attendance of an Elder at any meetings of the Elders will constitute a waiver of notice of such meeting except where such Elder attends a meeting for the express purpose of objecting, at the

beginning of the meeting, to the transaction of any business because the meeting is not lawfully called or convened.

Paragraph 8. Meetings by Remote Communications Technology.

Subject to the notice provision aforementioned in this Article, the Elders may also hold meetings by means of a remote electronic communications system, including video or telephone conferencing technology or the Internet, or any combination, only if each person entitled to participate in the meeting consents the meeting being held by means of that system, and the system provides access to the meeting in a manner or using a method by which each person participating in the meeting can communicate concurrently with each other. Participation in such a meeting shall constitute presence in person at such meeting, except participation for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

Paragraph 9. Quorum.

A simple majority of the Elders at an official Elder meeting constitutes a quorum.

Section VII. Compensation.

The majority of the Elders shall not receive any salaries for their services.

ARTICLE XIV

Church Congregation

The Congregation of Lift Church Miami Inc. shall be anyone who supports with action the vision, mission and core values of our church with their time, talent and treasure. Membership is granted and recognized once a person has attended, completed and signed the commitment form and has made sufficient contributions of their time, talent and treasure. Members of the Church may be appointed to serve as Elders and/or Trustees. Should one year pass without a record of contribution, membership is automatically terminated.

Section I. Mutual Interest.

The behavior of anyone in fellowship with this church is of common interest to the Elders, Trustees and membership. This church requires every Board Member and Congregational Member to adhere to at lifestyle that is consistent with the doctrines of this church as taught in the Holy Scriptures. Therefore, this church reserves the right to refuse service to any individual, whether member or not, that is not

submitting their lifestyle to the Scriptural mode of conduct. This refusal would include services, benefits and any use of church assets.

Section II. Prohibited Activities.

This church is prohibited from engaging in activities which violate its written doctrines. This church is also prohibited condoning, promoting or allowing any of its assets to be used for activities that violate its written doctrines.

Section III. Policy and Procedures.

To establish an efficient leadership infrastructure, the Senior Pastor/President shall be responsible to clearly articulate in clear, concise and simple language, a policy and procedures document(s). The purpose of this document(s) is to create a consistent and logical framework which empowers staff and volunteers to participate in the decision-making processes that reflect the Senior Pastor/President's heart and vision for the church.

Section IV. Privacy.

This church shall diligently watch to keep private all records concerning polity, doctrine, spiritual care, and information on individuals in fellowship with this church. This church must not disclose any records that may compromise information about a member's attendance, membership status and spiritual care records.

ARTICLE XV

Officers

The officers of the corporation shall be a Senior Pastor/President and a Secretary/Treasurer and any other officers that the Trustees may authorize from time to time.

Section I. Appointment, Election and Term of Office.

Paragraph 1. Appointment of the Senior Pastor/President.

The appointment and responsibilities of the Senior Pastor/ President are listed in Article X above.

Paragraph 2. Appointment of Secretary/Treasurer.

The Secretary/Treasurer is to be nominated by the Senior Pastor/President and approved by the Trustees. The term of this office is indefinite. Should the Trustees fail to approve of the nomination by the Senior Pastor/President, other nominations must be made until a suitable candidate is chosen.

Paragraph 3. New Offices.

New offices may be created and filled at any meeting of the Trustees. Each officer shall hold office until his successor has been duly elected and qualified.

Section II. Removal of Officers.

Paragraph 1. Overseer Directors Responsibility for the Senior Pastor/President.

The Overseers of the church may discipline or remove the Senior Pastor/President according to these Articles.

Paragraph 2. Senior Pastors/President Responsibility of Secretary/Treasurer.

The Senior Pastor/President can remove the Secretary/Treasurer from his/her office at any time, however, in order for that person to be removed as a Trustee the individual must be removed in accordance under Article XII.

Paragraph 3. Trustees' Responsibility for All Other Officers.

Any officer elected or appointed by the Trustees may be removed by the Trustees when the best interests of the corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the officer so removed.

Section 4. Powers of Officers.

Paragraph 1. The Senior Pastor/President.

The powers of the Senior Pastor/President are listed in Article X above.

Paragraph 2. The Secretary/Treasurer.

The Secretary/Treasurer should be a Trustee as well as an officer of the corporation. As Secretary, the Secretary/Treasurer shall act as clerk and record (or have recorded) all votes and the minutes of all proceedings in a book to be kept for that purpose. He/She shall oversee the keeping of the membership rolls of the corporation, and in general perform the duties usually incident to the office of secretary, and such further duties as shall be prescribed from time to time by the Trustees or by the Senior Pastor/President.

Paragraph 3. The Secretary/Treasurer's Role Over Accounting

As Treasurer, the Secretary/Treasurer shall oversee the keeping of full and accurate accounts of the receipts and disbursement in the accounting records of the corporation, and shall oversee the deposit of all monies and other valuable effects in the name and to the credit of the corporation in such banks and depositories as may be designated by the Senior Pastor/President. He/She does not determine expenditures, but he/she shall oversee the disbursement of the funds of the corporation as may be ordered by the Trustees or the Senior Pastor/President. He/She shall perform the duties usually incident to the office of Treasurer and such other duties as may be prescribed from time to time by the Trustees or by the Senior Pastor/President.

Paragraph 4. Audited Financial Statements.

The Secretary/Treasurer shall conduct an independent review/audit of the church and report to the Trustees after its review of the annual review/audit. If the church does not have an annual review/audit, the Secretary/Treasurer is to provide to the Trustees a report on the previous year's income and expenses.

Paragraph 5. Cash Flow Statements.

The Secretary/Treasurer is to work with the Senior Pastor/President to provide an annual Cash Flow Statement that must accompany all contribution statements to members. A description of the salary scales used in determining the salaries for staff members will be provided upon written request.

Paragraph 6. Public Availability of Annual Financial Statements.

The Secretary/Treasurer shall insure that current audited financial statements are available to anyone upon written request and the previous year's cash flow statements are available to all contributors to the church.

Section 5. Trustees' Selection of Additional Officers:

In case of the absence of any officer of the corporation except the Senior Pastor/President, or for any other reason that may seem necessary, the Trustees, by a majority vote, may delegate the duties and powers of that officer for the time being to any other officer, or to any Trustee.

ARTICLE XVI

Business Practices

Section 1. Fiscal Year.

The fiscal year of the corporation shall be the calendar year.

Section 2. Budget.

After the church is one (1) year old, an annual budget must be prepared. The budget is to be based on 90% of the previous year's undesignated income.

Section 3. Contracts.

The Trustees may authorize any officer or officers, agent or agents of the corporation, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation. Such authority may be general or may be confined to specific instances.

Section 4. Checks, Drafts, or Orders.

All checks, drafts, orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the corporation shall be signed by such officer or officers, agent or agents of the corporation's and in such manner, as shall from time to time be determined by a resolution of the Trustees. In the absence of such determination by the Trustees, such instruments may be signed by either the Secretary/Treasurer or the Senior Pastor/President of the corporation in accordance with their duties outlined in these Bylaws.

Section 5. Deposits.

All funds of the corporation shall be deposited to the credit of the corporation in such banks, trust companies, or other depositories as the Trustees may select in accordance with these Bylaws.

Section 6. Gifts.

Any Trustee may accept on behalf of the corporation any contribution, gift, bequest or device for any purpose of the corporation.

Section 7. Books and Records.

The corporation shall keep correct and complete books and records and shall also keep minutes of the proceedings of its members, Trustees, committees having and exercising any of the authority of the Trustees, and any other committee, and shall keep at the principal office a record giving the names and addresses of all Trustees members entitled to vote. Books and records of the corporation may be inspected by any church member for any proper purpose at any reasonable time as approved by a majority of the Trustees on a case-by-case basis.

ARTICLE XVII

Church Ministry

Section 1. Minister Ordination and Licensing.

Paragraph 1. Role of the Senior Pastor/President.

The Senior Pastor/President and Elders may ordain and/or license a person as a minister of the Gospel after first examining the applicant's background, moral and religious character, and previous Bible courses and/or independent studies completed. Final determination shall be within the absolute discretion of this group.

Paragraph 2. Application.

Application for ordination and/or licensing as a minister of the Gospel shall be on the form provided by the group. An application shall be either approved or denied within ninety (90) days of completing the process set forth by the group as defined in Paragraph 1. Those applicants who are approved shall receive a certificate evidencing the approval.

Paragraph 3. Ability to Limit Ministry.

The Senior Pastor/President may, at his own discretion, limit licensed or ordained ministers to a specific area of special emphasis.

Section 2. Ministry Training.

Paragraph 1. School of Ministry.

The Senior Pastor/President and his staff may establish a School of Ministry, setting forth a prescribed curriculum and course of study leading to ordination and licensing of ministers. The School of Ministry shall prepare students in the knowledge of the Word of God and in ministering to people's needs through the Gospel of Jesus Christ.

Paragraph 1. Automatic Recognition.

The Senior Pastor/President of this ministry shall by virtue of his office automatically be recognized as an ordained minister.

Section 3. Classes of Ministers.

Lift Church Miami, Inc. shall have four classes of ministers. Each class of minister will have distinct rights and privileges; they are listed below:

1. **Commissioned Minister:** This recognition is automatically given to all believers in fellowship with this ministry. They are not authorized to perform any sacerdotal services, but primarily assist others in the Body of Christ. Individuals in this category may include, but are not limited to: teachers, worship leaders, instructors, hospital and jail visitation, ministerial assistance, and lay persons.
2. **Chaplain:** This recognition is for ministers of the gospel that are called by God and recognized by the Senior Pastor/President to minister primarily in prisons, hospitals and government agencies.
3. **Licensed Minister:** This recognition is given by the Senior Pastor/President of the ministry. This recognition is for those who are somewhat seasoned in the ministry, but need further experience. Many of these are individuals that have been working in their chosen vocation, but for some reason or another have never entered full-time ministry, or have only been in full-time ministry for less than three years. Such persons are authorized to perform the following religious functions:
 - a. Conduct religious worship
 - b. Religious instruction
 - c. Administer Communion
 - d. Provide spiritual care
 - e. Serve on the Trustees of a church
 - f. Other sacerdotal functions including:
 - i. Baby dedication
 - ii. Perform baptisms
 - iii. Perform weddings
 - iv. Conduct funerals
 - v. Visit the sick and shut-ins

vi. Minister in prisons

However, this person is not in charge of a congregation. Limited authority is granted to run the affairs of the ministry.

4. **Ordained Minister:** This recognition is given by the Lead Pastor/Senior Pastor/President to those persons who have an “established” or “proven” ministry. Ordained ministers are authorized to perform all functions of the Christian ministry and religious functions, and must be capable of doing so. Ordained ministers are authorized to perform all religious functions:
 - a. Conduct religious worship
 - b. Religious instruction
 - c. Administer Communion
 - d. Provide spiritual care
 - e. Ministry administrator
 - f. Other sacerdotal functions including:
 - i. Baby dedications
 - ii. Perform baptisms
 - iii. Perform weddings
 - iv. Conduct funerals
 - v. Visit the sick and shut-ins
 - vi. Minister in prisons

He/She must be capable, as determined by the Senior Pastor/President, to take charge of a congregation.

Section 4. Senior Pastor/President’s Authority.

Senior Pastor/President of this ministry shall have ecclesiastical authority to decide who, how or if a person will be licensed by this ministry to hold any of the four classes mentioned above (Matthew 16:13-19).

ARTICLE XVIII

Church Discipline

Section 1. Disciplining Church Members.

Only the Congregation of Lift Church Miami, Inc. are subject to church discipline.

Section 2. Disciplining the Senior Pastor/President.

Paragraph 1. Criteria for Discipline.

Should the Senior Pastor/President demonstrate immoral conduct, financial practices, or theological views that in the opinion of two or more Elders may require either personal correction or termination of his position, such Elders shall contact the Senior Pastor/President and then, if necessary, the Overseer Directors for investigation and evaluation of any appropriate discipline.

Paragraph 2. Process for Investigation.

Should the Overseer Directors be asked to investigate alleged pastoral misconduct, a consensus of two (2) of the three (3) Overseer Directors are required to initiate an investigation, and a consensus of two (2) of the three (3) Overseers are required to take disciplinary action. With such a consensus, the Overseers shall assume complete authority over the Senior Pastor/President; they may decide to remove him from his position or to discipline him in any way they deem necessary. The Overseers have no authority in Lift Church Miami, Inc. unless contacted by such Elders, and then only insofar as permitted under these Bylaws.

Paragraph 3. Motivation.

It is the intention of the corporation to protect the hearts of all involved in matter of pastoral discipline. With the method outlined above, the "sheep" never have to pass judgment upon their "shepherd."

ARTICLE XIX

Amendment of Bylaws

Bylaws may be altered, amended, or replaced, and new Bylaws may be adopted at any regular meeting by:

1. A simple majority affirmative vote of the Trustees.
2. An affirmative vote of the Senior Pastor/President.

At least ten (10) days written advance notice of said meeting shall be given to each member of the Trustees. In the written notice, proposed changes must be explained. These Bylaws may also be altered,

amended, or repealed and new Bylaws may be adopted by consent in writing signed by a all of the Trustees.

Signed and Certified, to be Effective January 1, 2018

DocuSigned by:

Matthew Skull

F5EB6F09F3F7482

Senior Pastor/President of Lift Church Miami, Inc.

DocuSigned by:

N. Williams

E2BB102321E449F...

Overseer Director of Lift Church Miami, Inc.

DocuSigned by:

Phillip Villarmal

18110309D52C4ED...

Overseer Director of Lift Church Miami, Inc.

DocuSigned by:

D

3DC2CE3D730F4AC...

Overseer Director of Lift Church Miami, Inc.

17 DEC 18 PM 4: 1A
SECRETARY OF STATE
TALLAHASSEE FLORIDA