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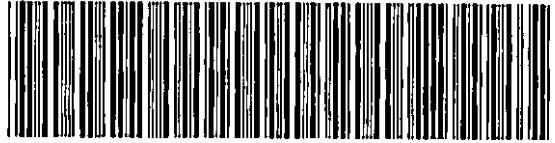
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Codex Christ Church: ARTICLES OF INCORPORATION

We, the undersigned, of full age, for the purpose of forming a religious, non-profit corporation under and pursuant to the provisions of Chapter 617 of the State of Florida Statutes Annotated, known as the State Nonprofit Corporation Act, and laws amendatory thereto, do hereby certify that at a regular meeting of the undersigned incorporators held on the 10 days of May, 2019, in State of Florida, pursuant to the provisions of Chapter 617, State Statutes Annotated, did associate ourselves as a body corporation and did adopt the following Articles of Incorporation:

ARTICLE 1: NAME

The Name of the Corporation shall be Codex Christ Church, Corp. The Church will also be known by the names, "Logia of Prosperity". Also named forward as "the Church" or "the Corporation".

ARTICLE 2: VISION

The corporation is organized exclusively for charitable, religious, cultural, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The Corporation is established to have an effective and direct relationship with the young people of our community who, from an early age, lead them in the plastic arts, music, literature, and other academic and cultural activities. It will also be the purpose of the Corporation to establish and maintain a Church modeled after the NeuroCosmica principles, and the Codex Christ Book series, our Sacred Inspirational Books. The reason for the existence of our Congregation is Prosperity, Wellbeing, and Respect for our fellowmen without distinction of Gender, Race, Sex, Nationality, Degree of Academic Instruction, or any other reason that could generate differences or any type of discrimination. In this sense, the Prosperity of our Members becomes one of the Primordial Duties of the Vision and Objectives of the Codex Christ Church. In that same spirit, the Tools used for the Evangelical Growth of Our Church we consider them as Sacramental Talents of Our Faith.

With that Vision, we carry the inspiration for people to take Control of their Existences, and basing the life of our parishioners on the non-perishable being, as the most direct way for them to be in permanent communication with their Cosmic Being. Jesus Christ (Yaleh) that inspires the Codex Christ, our Sacred Book, is our main Prophet; Omegh, His Divine Grace, is our Live Spiritual Leader. Omegh is the hierarchical title that identifies our Spiritual Leader.

ARTICLE 3: STREET ADDRESS OFFICES / MAILING ADDRESS / EMAIL

The Corporation shall maintain a principal office at 7255 NW 68th Street #5, Miami, FL 33166. Church Mailing Address is: P.O. Box 227541, Doral, FL 33222. Email: codexchrist@outlook.com. The location and post office address of the registered office of this corporation shall be State of Florida. The Church, following the parameters of globalization of these times, will also officiate its Sacred Rituals, Ceremonies, Sacraments, and its work of Evangelization over the Internet. Also, with the approval and prior authorization of the Board of Directors, the homes, offices and places of residence of each of the Active Members of the Church may serve as satellite offices.

ARTICLE 4: DISSOLUTION

"Dissolution" means the complete disbanding of the Corporation so that it no longer functions as a corporate entity. Upon the dissolution of the Corporation, its property shall be applied and distributed as follows: (1) all liabilities and obligations of the Corporation shall be paid and discharged or adequate provision shall be made therefore; (2) pursuant to a plan adopted by the board of directors, assets shall be transferred or conveyed to one or more domestic or foreign corporation, society, or organization that qualify according to the criteria of the Board of Directors, always guided by the wisdom of Omegh, His Divine Grace.

ARTICLE 5: MEMBERSHIP

Any person who gives scriptural evidence of the saving faith in the Lord Jesus Christ (Yaleh), according to our non-discriminatory, environmentalist beliefs, of equal inclusion in sexual preferences, race, educational level, country of origin or residence, or their political inclinations, and completes and adheres to the standards of the Membership Course, shall be eligible to be Members in this Corporation. Our beliefs are in line with the philosophy of Life reflected in the NeuroCosmical principles', and the Codex Christ, our Sacred Books, written and unraveled by Omegh Ocho, His Divine Grace, and our Living Prophet. All Active Members of the Church have the possibility to ascend in the Hierarchy of the Congregation, and even be named by Omegh as part of the trilogy where the new Omegh will be chosen, when He transforms his Divine body to meet with His peers in the Cosmic Kingdom of Gam.

ARTICLE 6: PREROGATIVES AND OVERSIGHT GOVERNANCE

Codex Christ Church, also known as, the Logia of Prosperity, shall be spiritually directed for life by Omegh, Divine Grace, our living Prophet, who also can be or not the President of the Knights Council Leadership

Team and the highest governance of the Church. The Knights Council Leadership Team of Codex Christ Church shall act as the governing authority by providing spiritual guidance, setting its major policies, and exercising responsibility for its business and activities. Officers: The officers of this corporation shall be the President and Members of the Knights Council Leadership Team, unless otherwise provided by the bylaws of this Corporation. The terms of officers shall be a period as designated by the bylaws.

ARTICLE 7: AFFILIATION

While maintaining its inherent rights to sovereignty in the conduct of its own affairs as herein set forth, Codex Christ Church voluntarily commits to enter into fellowship and partnership with like-minded and charged organizations as it sees fit or is necessary to accomplish its mission.

ARTICLE 8: AUTONOMY

Codex Christ Church is autonomous and maintains the right to govern itself and to conduct its own affairs, including without limitation, the calling of a Lead Prophet, the selection of the Knights Council Leadership Team (Board of Directors), and the implementation of its own ministries. Codex Christ Church shall also have the right to purchase or acquire by gift, bequest or otherwise, either directly or as trustee, and to own, hold in trust, use, sell, convey, lease, or otherwise dispose of any real estate or property as may be necessary for the furtherance of its purposes, and to exercise all other powers conferred upon it by its State, or other applicable Laws of the State.

ARTICLE 9: TENETS OF FAITH

The Book series, CODEX CHRIST, writing by Omegh, His Divine Grace, run as our Sacred Inspirational Book. Other NeuroCosmical Books written by Omegh are also considered instruments of Spiritual Guidance for our Church. Codex Christ series, shall be the rule and guide of Faith as set forth in the Statement of Beliefs. Also the teachings and knowledge contained in the Books, "NeuroCosmica: SIFA"; "NeuroCosmica: The Order"; "NeuroCosmica: The Golden Book "; "Yaleh", and "NeuroCosmica: A Way of Life" are considered Sacred Books whose precepts should be observed by the Members of the Church. (See Exhibit "A")

ARTICLE 10: BOARD OF DIRECTORS (Knights Council Leadership Team)

Armando De Jose Mantilla, president of the Corporation is the first Omegh, His Divine Grace, and our living Prophet. The incorporators, which constitute the first Board of Directors —Knights Council Leadership Team—, elected as stated by the bylaws— of this Corporation, is:

Mantilla, Armando De Jose
President

Navarro, Rodrigo
Vice-President

Hidalgo, Melissa
Secretary / Treasurer

Sanchez, Omar
Director

ARTICLE 11: AMENDMENTS

Amendments to these Articles of Incorporation will be guided by Armando De Jose Mantilla —Omegh, His Divine Grace—, in cooperation with the Board of Directors —Knights Council Leadership Team—, at any regular or special business meeting. Upon consideration and completion of recommended changes, an amendment will be presented to the Council of Overseers for revision, in case this organism has already been constituted, otherwise the decision of the Board of Director will give it as valid.

EXHIBIT A: STATEMENT OF BELIEFS

Codex Christ Church recognizes that it cannot, and does not desire to, bind the conscience of individuals in areas where the Codex Christ Book Series, our Sacred Scriptures are silent. Rather, each believer is to be lead in those areas by Yahel, as he assures in the Codex Christ —our Sacred Books—, to whom he or she alone is ultimately responsible. We believe the Statement of Beliefs to be an accurate summary of what our Sacred Inspirational Books and other NeuroCosmical Scriptures' teaches. Codex Christ Series, our Sacred Books, are the inspired and infallible Revelation of Jesus Christ (Yahel), transmitted by Omegh to man and the Authority of Faith and Conduct. NeuroCosmica is the structure of principles underlying the Existence of Life, as we know it in this dimension. It is based on the binding of a native-component material, part of the world where epic and Essence Vital Intelligence using that native container to grow in space-time that roams this world. Omegh, our living Prophet, began NeuroCosmica out of a desire to

give a logical explanation to the existence of the Human Being, its origin, and its role in the Universe. Early on, he identified the undeniable coexistence of two formative elements in the Being; assigns an origination to each one and, not denying the ethereal character of the nonphysical component, delves into a beyond earthly search. It is how now, he alerts us about the necessity to rethink a different story, as the only option to understanding our singular nature and prevent the extinction of Life. Omegh, His Divine Grace, by inspiration of our Lord Jesus Christ (Yaleh) also initiated the NeuroCosmica Institute, where our sacred scriptures and beliefs are thoroughly studied.

RITUALS AND/OR SACRAMENTS CEREMONIES OF PURIFICATION

Our Church assumes within its Beliefs 18 main Rituals of Purification. Rituals are Ceremonies where NeuroCosmical aspects come together, with flows of energy inherent in the human condition of some of the bidders. A Ritual must be led by a Facilitator / Practitioner, duly certified by the NeuroCosmica Institute, who may or may not be present at his execution. These are the 18 main Sacramental Rituals of our Faith:

1. Ritual of Fire
2. Ritual of Water
3. Ritual of Contact with Plants
4. Ritual of the Wood
5. Ritual of the Serpent
6. Ritual of the Gold
7. Ritual of the Apple
8. Ritual of the Air
9. Ritual of Queen Bee
10. Ritual of the Fertility
11. Ritual of Wealth
12. Ritual of Rejuvenation
13. Ritual of Against Intruders Rags
14. Ritual of the Touch
15. Ritual of Consciousness of Existence
16. Ritual of Life Transfer
17. Ritual of Body Transformation
18. Ritual of the Immortality

NOTE: No Facilitator / Practitioner, whether or not Prince of the Church, can self-name the character of healing physician, healer, shaman, envoy, or bearer of special powers.

LIGHT MEDICINE

In The Codex Christ Church we firmly believe that diseases begin with alterations or imbalances between the Vital Essence of the Being (Cosmic Body) and the earthly vehicle that contains it (physical body). For this reason, our Church applies corrective Positive Light to those imbalances in the security that it adapts and empowers the human body to repel the most common known diseases. As with the Rituals, Light Medicine can only be administered by a Facilitator / Practitioners, duly certified by the NeuroCosmica Institute and / or in some exceptional cases by Knights duly authorized by Omegh, His Divine Grace. All these practices are considered Sacraments of our Faith, and those who receive these sacramental practices are obliged to continue with the prescriptions issued by a doctor duly authorized and with a valid license to practice in the locality where the person who receives the sacraments resides.

KNIGHTS COUNCIL LEADERSHIP TEAM AND PRINCES OF THE CHURCH

The Tittles of the Knights-Princes of our Church according to their Spiritual Hierarchy are:

1. Knights of Wisdom
2. Baronets of Knowledge
3. Barons of the Radiant Light
4. Viscounts of the Oracle
5. Earls of the Origin
6. Marquesses of the Golden Camera
7. Dukes of the Stars
8. Archdukes of Terra
9. Princes of Gam

Note: All Titles are granted by the Lords of Gam's Kingdom and are in the male gender shall be deemed to include the female or neuter gender. Any member of the Church can access the different Titles mentioned here, because they represent the work of Evangelization of each Member. Any Active Member of the Church may adopt the Name of Omegh, followed by a number, provided it is duly authorized by Omegh Eight, His Divine Grace. Any Title granted may be withdrawn by the Church if its holder does not comply with the guidelines of conduct of the Church. All Officers, Knights, and the

Knights Council Leadership Team are under the Spiritual and Organizational Authority of Omegh, His Divine Grace, our Living Prophet.

BYLAWS

These Bylaws govern the affairs of Codex Christ Church, Corp. (the "Corporation" or "Church of Prosperity"), a Non for Profit Corporation pursuant to the provisions of Chapter 617 of the Florida State Statutes Annotated, known as the State of Florida Nonprofit Corporation Act.

PREAMBLE

These Bylaws are intended to provide a simple but adequate form to govern the Church In the State of Florida, in the United States and / or anywhere in the world where a branch is established, that must be duly authorized by the authorities of the original Corporation, to advance strong covenantal relationships, and to assure that any issues that do arise will be quickly addressed and remedied through their application.

Accordingly, Codex Christ Church, a State of Florida, nonprofit Corporation, by the solemn and unanimous action of its Board of Directors, hereby adopts these Bylaws. The Board of Directors —the Knights Council Leadership Team— and members willingly submit to be governed by them so that Codex Christ Church may effectively carry out the Vision of the Church. Furthermore, these Bylaws shall constitute and evidence the agreement by and among the Board of Directors —the Knights Council Council Leadership Team—, that its governance, business, and activities shall be conducted as provided in these Bylaws.

ARTICLE 1: THE KNIGHTS COUNCIL LEADERSHIP TEAM (BOARD OF DIRECTORS)

1.01. **Function:** The Knights Council Leadership Team (who may also be known as the "Board of Directors") shall provide both spiritual guidance and shall manage the affairs of the Corporation.

1.02. **Qualifications:** Our Philosophy within the NeuroCosmica provides the Professional Training, and Properly Educated Practitioners who, in due course, will constitute the seedbed from which will be chosen the Members of the Knights Council Leadership Team therefore, the governing Council of Codex Christ Church consists of a Knights Council Leadership Team. In addition to the prerequisites of being a Knights outlined in 1.02 and the expectations of the Knights Council Leadership Team outlined in 1.03. Provisional members of the Knights Council Leadership Team, if necessary, may be appointed by shall by Omegh, His Divine Grace, and our living Prophet.

1.03 Duties: The duty of the Knights Council Leadership Team is to govern the flock, and all the parishioners which shall include the following:

(a) Direct all the affairs of the church to ensure that the mission is accomplished in a spirit of unity, including business decisions enacted upon the advice of the Council of Overseers.

(b) Oversee the provision of the physical facilities needed by Codex Christ Church, including the buying and selling of real estate and securing real estate leases.

(c) Be responsible for any construction project (the actual coordination of a construction project may be delegated to a Building Team).

(d) Work in cooperation with the Council of Overseers as a Knights Search Team to assist in locating a new Lead Knights (e) Appoint other Knights.

1.04. Number and Term of Board of Directors: The powers of the Corporation shall be exercised by or under the authority of the Knights Council Leadership Team (Board of Directors), and the property, business and affairs of the Corporation shall be managed under the direction of the Knights Council Leadership Team. The total number of Board of Directors shall not be less than three (3). Each director shall serve for a period of two (2) years and may serve successive terms. The Directors have to be active Members of the Corporation. Directors shall be natural persons. Omegh position is lifelong. Only Omegh, His Divine Grace, has the power to restructure the Board of Director when circumstances warrant it according to his divine judgment and decision, increase the number of Members, but never reduce to less than three Members.

1.05. Appointment of Directors: The Knights Council Leadership Team will designate the persons they considers qualified to serve as Directors, chosen always from among the Princes of the Church, and always following the wisdom and point of view of Omegh, His Divine Grace.

1.06. Vacancies: Only Omegh, His Divine Grace, shall fill a vacancy occurring on the Knights Council Leadership Team, chosen from the candidates presented by the Council. Vacancies reducing the number of Directors to less than three (3) shall be filled before the transaction of any other business. The Corporation's Knights Council Leadership Team shall be comprised solely of Staff Knights. However, if it becomes such that a non-Staff- Knights must be appointed to fill a vacancy, which shall only occur if it is necessary to raise the number of directors to at least three, said replacement shall only serve as long as necessary before a suitable Staff- Knights replacement can be located.

1.07. **Limits of Authority:** the Knights Council Leadership Team is responsible for all decisions for Codex Christ Church. Omegh, His Divine Grace, shall preside over all decisions as long as the issue at hand does not involve a conflict of interest for the Omegh and that is not possible since Omegh, His Divine Grace, according to our faith and beliefs, is infallible in his decisions and judgments.

1.08. **Meetings:** Omegh, His Divine Grace, shall preside over all meetings of the Knights Council Leadership Team. If it is not possible for Omegh to attend, then His Divine Grace shall designate a chairman for the meeting. All decisions require a simple majority of those present. Any motions passed and recorded in a meeting without the Omegh may not take effect without the consent of His Divine Grace —Omegh— or until the following meeting if the Omegh is present and the minutes of the previous meeting are approved. The Knights Council Leadership Team will meet once a year and may meet more at the discretion of Omegh, His Divine Grace. Notification must be made at least ten (10) days in advance of the meeting

1.09. **Action by Consent of Board of Directors without Meeting:** Any action required or permitted to be taken by the Knights Council Leadership Team may be taken without a meeting, and with the same force and effect as a unanimous vote of Directors, if all members of the Board consent in writing to the action. Such consent may be given individually or collectively.

1.10. **Quorum:** A majority of the number of Directors then in office shall constitute a quorum for the transaction of business at any meeting of the Knights Council Leadership Team. The Directors present at a duly called or held meeting at which a quorum is present may continue to transact business even if enough Directors leave the meeting so that less than a quorum remains. However, no action may be approved without the vote of at least a majority of the number of Directors required to constitute a quorum. If a quorum is present at no time during a meeting, a majority of the Directors present may adjourn and reconvene the meeting one time without further notice.

1.11. **Proxies:** Voting by proxy is prohibited.

1.12. **Compensation:** Directors shall receive salaries or compensation for their services as Board members. In addition, the Church may designate, or not, funds that are considered necessary given their high investiture for activities related to Evangelization, travel, transportation, lodging, food and / or other activities developed by any Member of the Board. In the event that one of the Members of the Knights Council Leadership Team performs within the Church one or several administrative or professional tasks of any other type, then they can receive remuneration according to these other specific tasks. In that

case, the remuneration shall be fixed by consensus expressed by a simple majority of the Members of the Board of Directors without the participation of the interested party.

1.13. **Removal of Directors:** The Knights Council Leadership Team may vote to remove a Director, other than Omegh, at any time, for the proper functioning of the Church, without good cause.

1.14. **Removal of the President:** The Knights Council Leadership Team may vote to remove a President, as long as that president is not Omegh, at any time, for the proper functioning of the Church, without good cause. Also the Board of ex-presidents has the power to restructure the Board of Directors, remove or replace the President of the Corporation if it is required or if there is a shortfall in the administration of the Corporation.

1.15. **Removal of Omegh:** Omegh, His Divine Grace, cannot be removal. That is not possible since Omegh, according to our faith and beliefs, is infallible in his decisions and judgments. Omegh's position is lifelong. However, Omegh, His Divine Grace, could abdicate in favor of a chosen hereditary Omegh from among the list of candidates previously presented by His Divine Grace for His successor to be chosen.

1.15 **Participation of Spouses** Spouses of the Knights Council Leadership Team Members are encouraged to participate in all relevant meetings, activities, and functions, unless otherwise requested by Omegh due to the nature of the meeting, activity, or function. However, Spouses will have a Voice but will not Vote in meetings where they participate alongside their partners, and where their Spouses make decisions inherent to the nature of their positions within the Church. The time and manner of participation of the spouses is determined in advance by the Knights Council Leadership Team, or by Omegh, His Divine Grace, if it is He who presides over the aforementioned meeting.

ARTICLE 2: COUNCIL OF OVERSEERS

2.01. **Function:** The Council of Overseers is conformed up of the Princes of the Church, whether or not Members of the Board of Directors, serves for supporting, encouraging, and providing accountability for the fulfillment of the church's vision. They shall vote on ratification of the following decisions:

(a) Advise Omegh when His Divine Grace so requests.

(b) The purchase or sale of any asset(s), real or personal, during a calendar year, in an amount that exceeds the lower of either 20% of the approved operating budget for the year or \$500,000.00

(c) Amendments to these Bylaws, previous approval and / or request of Omegh.

(d) Altering terms of employment of employees during an interim period between any Directors, except Omegh

(e) Disaffiliation/Affiliation with an Affiliate Network, previous approval and / or request of Omegh, His Divine Grace.

(f) Termination and/or discipline of the any Director, except Omegh, His Divine Grace, or any other Member of the Knights Council Leadership Team.

(g) Approval of the annual budget, previous approval and / or request of Omegh, His Divine Grace.

(h) Compensation review, advising Omegh, His Divine Grace, in staff compensations and setting the Directors, and compensation of the Knights Council Leadership Team.

2.02. Eligibility: The Members of the Council of Overseers must be active Lead, Senior NeuroCosmica Facilitators / Practitioners, Knights of respected Congregations who know and love Codex Christ Church and Omegh, His Divine Grace. They must agree to make themselves available at their own expense to serve Codex Christ Church if requested by the Knights Council Leadership Team, or by Omegh, His Divine Grace, and must be willing to provide spiritual protection to the church through prayer and by living an honorable NeuroCosmical Christian lifestyle, according to the non-discriminatory Philosophy recorded in the NeuroCosmica teachings of Omegh.

2.03. Oversight by Council of Overseers: Upon informing Omegh —and previous approval of His Divine Grace— of their intended action, Codex Christ Church may seek advice and assistance from the Council of Overseers in dealing with or mediating issues within the church upon the request of any of the following: (a) Omegh; (b) At least two of the Knights Council Leadership Team; or (c) Unanimous request of the Board of Directors by signed petition.

2.04. Appointment and/or Removal: Knights Council Leadership Team and/or Omegh, His Divine Grace, shall name the persons to serve as the Council of Overseers. The Members of the Board of Directors shall affirm the appointments. This same body also has the sole authority to remove such Overseers designated with apostolic oversight for Codex Christ Church. Not more than three Overseers may be removed per year, except when Omegh considers it necessary for the proper functioning of the whole Congregation. In the event an Overseer resigns or is removed, a replacement will be asked immediately by Omegh and affirmed at the next of the Knights Council Leadership Team meeting. If disciplinary action is being considered, changes in the Board of Overseers may not be made until its work is completed.

2.05. **Compensation:** The Council of Overseers shall not receive any compensation for their services on the Council but may be reimbursed for substantiated, out of pocket expenses incurred while serving the Church in their Advisory capacity, but the Church may designate funds for activities related to Evangelization, travel, transportation, lodging, food and / or other activities developed by any Member of the Council.

2.06. **Number:** The number of Overseers shall not be fewer than five, but, since they must be elected from among the Princes of the Church, as long as enough Members reach that Category, their functions are assumed by the Board of Directors (the Knights Council Leadership Team).

2.07. **Meetings:** Omegh, His Divine Grace, shall preside over all meetings of the Council of Overseers. If it is not possible for Omegh to attend, then His Divine Grace shall elect an acting chairperson for the meeting. All decisions require a simple majority of those present. The Overseers will meet once a year and may meet more at the discretion of Omegh. Meetings may be in person, via teleconference or web conference.

ARTICLE 3: PARTNERS

3.01. **Partners:** The words "Partner" is used in these Bylaws as terms solely reflecting the individuals who participate in the spiritual activities and ministries of Codex Christ Church. The word "Partnership" referenced herein reflects only a spiritual unity and shall not be deemed to have any legal status under Florida State Law.

ARTICLE 4: MEMBERS

4.01. **Members:** Members shall be all people who officially covenant together and agree, in writing to fulfill the vision of Codex Christ Church. The word "Member" shall not be deemed to hold any ownership in Codex Christ Church. Likewise, the word "Membership" referenced herein reflects only a spiritual unity and shall not be deemed to have any legal status under State Law except what is provided therein 10.4.

4.02 **Eligibility.** Individuals at Codex Christ Church may become Members in good standing (actives) if they satisfy the following criteria:

(a) Be born again in the principles of a NeuroCosmical Life, giving evidence of a consistent NeuroCosmical Christian life in line with the Non-Discriminatory Principles of our Sacred Books —Codex Christ Series—, and other NeuroCosmical Scriptures writing by Omegh, His Divine Grace.

(b) Complete and adhere to the standards of the Leadership/Membership Courses (NeuroCosmica Institute), as administered by the leaderships of the Church at various opportunities in the calendar year.

(c) Fully subscribe to the Statement of Beliefs as set forth in the Articles of Incorporation, Exhibit A.

(d) Be at least eighteen (18) years of age.

(e) Regularly attend — face-to-face or online — the weekly worship services.

(f) Contribute to the financial support in the form of a tithe to Codex Christ Church. If, only if, have surplus in the financial statement, according to the financial organization established by the Codex Christ Church for its evangelizing development.

4.03 Appointment and Removal: Individuals who possess the above qualifications and desire to officially participate in the Vision and Mission of Codex Christ Church as a Member shall attend all required classes and or meetings as determined by the Knights Council Leadership Team, then present their names to the Knights Council Leadership Team for approval. Their names added to the Membership roster after they have met the requirements of Membership. Those approved for Membership by the Knights Council Leadership Team shall be encouraged to attend a primary service to be received into the Church publicly. The Knights Council Leadership Team — or Omegh, His Divine Grace — shall have the right to remove any Member that fits into the following criteria.

a) A Member's conduct and lifestyle is violating the Codex Christ Book Philosophy's standards and the individual refuses correction.

b) A Member leaves the Church as a result of apostatize from the Principles of the Church.

c) A member that refuses NeuroCosmical principles, as set out in Omegh's teachings about it.

d) A member requests to be removed.

d) Six months pass without any record of contribution or attendance. In this case the Member is telling Codex Christ Church that He is resigning his membership due to inactivity.

e) A Member is not in harmony with the Vision or leadership of Codex Christ Church.

f) A Member who does not accept Omegh's Divine condition, or who does not agree that Omegh, His Divine Grace, is the rightful representative on the earth of our Lord Jesus Christ

4.04 Advice and Confirmation: Members shall provide advice and give or withhold confirmation, as the case may be, with respect to proposals made by the Knights Council Leadership Team for matters that affect the spiritual health and mission of Codex Christ Church. Regarding all major decisions of Codex Christ Church, the Knights Council Leadership Team may seek non-binding advice from the Members in whatever format they deem necessary at the time. However the decision of the Knights Council Leadership Team on matters other than what is set forth in this section, shall be final and at its sole discretion.

4.05. Member Meetings: Omegh, His Divine Grace, shall preside over and solely call all Member meetings.

(a) The Annual State of the Church Meeting shall be held in the first quarter of every year at such time and place, as the Knights Council Leadership Team, to present information pertaining to the business of the church. Due notice of said meeting shall be given for at least two (2) successive Tuesdays immediately preceding it, by church publication and by announcement.

(b) Special Membership meetings can be called by the Senior Priests Knights Council (former Members of the Knights Council Leadership Team) in cooperation with the Knights Council Leadership Team. Due notice shall be given for two successive Sundays immediately preceding the meeting by church publication and announcement. Notice of said meetings shall state the purpose for such meeting.

(c) Membership meetings of the Church shall be governed by acceptable procedures in keeping with the spirit of a NeuroCosmical Christian love and fellowship.

(d) It is understood that all active Members should be able to voice any concern or seek additional information from Omegh, His Divine Grace, or the Knights Council Leadership Team prior to official meetings.

4.06. Voting and Quorum: A quorum shall consist of all Members in good standing that is present. No vote shall be taken at any Member meeting except as shall be authorized by the Knights Council Leadership Team or Omegh, His Divine Grace. In order to be eligible to vote, a Member must be present to participate in discussions prior to a vote.

4.07 Establishing Initial Membership: For the purpose of adopting these bylaws provisional Membership shall be granted to the Knights Council Leadership Team Staff and the individuals who made up the original Codex Christ Church Launch Team. Their Membership status will be confirmed upon completion of the NeuroCosmica Membership course when offered by the Knights Council Leadership Team.

ARTICLE 5: KNIGHTS LIEUTENANT

5.01. **Function.** Knights Lieutenants are a specialized group of Members who are appointed by the Knights Council Leadership Team to assist in the spiritual ministry of Codex Christ Church. They are to be considered Servant Leaders and are selected to serve as Priests Knights Helpers due to their already proven value and ministry in the church. They are the spiritual lay backbone of Codex Christ Church.

5.02. **Prerequisites for Knights Lieutenant:** Being a Member in good standing is a prerequisite for serving as a Knights Lieutenant. Furthermore, in order to be eligible to serve in said roles, a Member must possess the following qualities:

- (a) Demonstrate the calling, character, competence, chemistry, and culture of leadership conducive to the Codex Christ Church environment.
- (b) Support the other Knights and refrain from divisive attitudes and behavior.
- (c) Have wisdom, a good reputation, exemplary conduct, and self-control.
- (d) Be committed to a covenant relationship with his/her spouse if married.
- (e) Manage their own household wisely – being attentive to his/her own children, having their respect, and keeping them under control with true dignity.
- (f) Not given to excessive drinking of alcoholic beverages and abstain from all illegal drugs.
- (g) Abstain from all forms of extra-marital sensual behavior.
- (h) Not be a new convert (less than six month in the Church).
- (i) Be a full Active Member for at least six months
- (j) Hold firmly to sound Scriptural doctrine so that he will be able to exhort and encourage others to good works and disprove those who speak against the NeuroCosmica and the Tenets of Faith of Codex Christ Church, and its process of evangelization and growth
- (k) Contribute in tithes and offerings to the mission of NeuroCosmica and the Codex Christ Church.

5.03. **Duties:** The duties of the Knights Lieutenant include the following:

(a) Prayer and intercession for Omegh, the Knights Council Leadership Team and the Sacred Codex Christ Church.

(b) Special Ministry projects as directed from the Knights Council Leadership Team.

(c) Prayer and counseling of the church Partners and Members.

(e) The Knights Lieutenant can call on the Council of Overseers to review a moral or ethical problem involving the Knights Council Leadership Team (except Omegh, His Divine Grace) that is documented by more than three witnesses. A signed request for intervention by all Knights Lieutenant must be sent to the Council of Overseers and a copy sent to Omegh, His Divine Grace.

5.04. Appointment and Removal of Knights Lieutenant: The Knights Council Leadership Team appoints the individual / couple to be a Knights Lieutenant. There are no term limits; their appointment lasts as long as they or Omegh, His Divine Grace, so desires. Omegh, His Divine Grace, or the Knights Council Leadership Team may remove any Knights Lieutenant at its sole discretion at any time unless otherwise specified herein.

5.05. Meetings: Omegh, His Divine Grace and / or one or more of the Princesses of His Court of Assistants shall call and preside over all Knights Lieutenant Meetings. The Knights Lieutenant will meet at least once per year to hear the heart of Omegh, His Divine Grace. They may meet more often at the discretion of His Divine Grace.

ARTICLE 6: OMEGH, HIS DIVINE GRACE

6.01. Function: Omegh, His Divine Grace, is the Spiritual Lifelong Guide of the Codex Christ Church, shall serve as the Spiritual Overseer of Codex Christ Church, and can be or not the President of the Corporation and the Chairman of the Board of Directors (Knights Council Leadership Team).

6.02. Duties: The Duties of Omegh, His Divine Grace, include the following:

(a) **Spiritual Oversight:** Omegh, His Divine Grace, shall work cooperatively with the Council of Overseers, the Knights Council Leadership Team, Knights Lieutenants, Members and Partners. Omegh shall establish and communicate the God-given vision and mission of the Church. Oversee and coordinate the day-to-day ministry and Coordinate the day-to-day administration of the Church. He is also in charge of selecting the Members of the Counsel of Overseers.

(b) **Corporate Oversight:** Omegh, His Divine Grace, shall also serve as the Chief Executive Officer of the Corporation, Chairman of the Knights Council Leadership Team, and Chairman of Member Meetings, according to the Articles of Incorporation. He shall oversee all the ongoing activities related to the development, the implementation, and the maintenance of the spiritual and temporal Mission and business of the Church. He shall follow and adhere to the policies and procedures, both assumed and specifically outlined by these Bylaws herein, in compliance with federal, state, and municipal laws.

(c) **Meetings:** Omegh, His Divine Grace, shall preside over all meetings of the Knights Council Leadership Team who serve as the Board of Directors for the Corporation, assuring that all orders and resolutions of that team are fulfilled. Omegh, His Divine Grace, shall also call the meetings for the Knights Council Leadership Team and determine the agenda for each meeting. He shall execute in the name of Codex Christ Church all deeds, contracts, loans and other documents under the advice of the Treasurer and confirmation from the Knights Council Leadership Team. He shall also serve as an ex-officio member of the Knights Lieutenants as well as all Ministry Teams, connection groups or any other group that meets within the body of Codex Christ Church and shall have the general powers and duties of supervision and management usually vested in the executive office of any corporation.

(d) **Budget and Expenditures:** Since Omegh, His Divine Grace, is primarily responsible for the spiritual life of Codex Christ Church, Omegh shall also have corporate authority to make expenditures, within the approved budget by the Knights Council Leadership Team; Omegh, under the advice of the Council of Overseers, ensures that the financial strength of the Church is directed according to the directives of the ministry of the Knights Council Leadership Team; Omegh, His Divine Grace, with the assistance of the Treasurer, shall be responsible for the preparation of an annual budget and its submission to the Knights Council Leadership Team, upon the approval of the Council of Overseers.

(e) **Compensation:** The Council of Overseers (or the Knights Council Leadership Team, if the Council of Overseers is not yet properly constituted) will serve as the Compensation Team for the function of the review of salary packages for all staff of the Church, which is determined by Omegh, His Divine Grace, or His designee. The Knights Council Leadership Team shall determine the Omegh, His Divine Grace's salary, and the amounts of money assigned to Omegh, His Divine Grace, which, given His high investiture, requires. Also all the expenses in which His Divine Grace incur, His trips, mobilization, clothing, etc.

6.03. **Qualifications:** Omegh, His Divine Grace, is the Founder of NeuroCosmica, Author of Codex Christ Books series, our Sacred Books, and inspired by Jesus Christ (Yaleh) our Lord initiated the Codex Christ

Church. Omegh is also the legitimate Representative of the Kingdom of Gam on planet Earth and, as such, is part of the Universal Cosmic Council of the Kingdom of Gam. According to the beliefs and dogmas of Faith of the Church of the Codex Christ, Omegh is infallible in His judgments and appreciations within the Articles and Rules that govern the Codex Christ Church.

6.04. Appointment and/or Removal: According to our Faith and beliefs that we accept, Omegh, His Divine Grace, has been chosen by Our Lord Jesus Christ (Yaleh) to lead His Church on earth; to lead under his wise inspiration the process of evangelization of the NeuroCosmical philosophy; and to choose His successor when He decides to meet His Divine Grace with His Alos pairs, in the Cosmic kingdom of Gam —our Heaven—. Therefore, no mortal has the power to elect or remove Omegh, His Divine Grace, or those who at their sole discretion succeed Him in the highest hierarchy of our Church. However, in the event that Omegh, His Divine Grace, becomes the President of the Corporation, and is unable to perform that corporate function, he may be replaced by one of the Members of the Board of Directors until his replacement is duly elected. Provisions for this purpose are contemplated in 6.05.

6.05. Transition between Omegh, His Divine Grace and the Omegh Successor that He, in His Divine Wisdom designates: To ensure the unity of the Church by a smooth transition between our highest hierarchies, the following procedures will be followed:

(a) **Governance during the Interim:** At Omegh's discretion, provided for by His Divine Grace in full use of his faculties and infallibility, the Knights Council Leadership Team, in conjunction with the Council of Overseers, shall select a Prince of the Church from a trio of candidates envisaged by Omegh, His Divine Grace, to fulfill the basic obligations until the new Omegh is anointed.

(b) **Function and Limits of an Interim Prince of the Church until the new Omegh is anointed:** The Interim Prince of the Church shall not alter the philosophy of Codex Christ Church to reflect his own personal views. The Interim Prince of the Church shall cover the primary preaching schedule, discharge the basic Omegh care duties, and ensure that the ministries of Codex Christ Church continue to function. The Interim Prince of the Church shall not possess any other corporate powers granted to Omegh by these Bylaws. In the event that an Interim Prince of the Church is secured from outside Codex Christ Church, he shall be remunerated for his service at a fair salary mutually agreed upon by the Interim Prince of the Church and the Knights Council Leadership Team under the Counsel of the Treasurer and the Council of Overseers.

(c) **Administration during the Interim Period:** During the interim period between the new Omegh is anointed, members of the Knights Council Leadership Team are to continue in their positions. Should leadership or financial problems arise, the Interim Lazio Knight shall have the authority to alter the duties, roles, and/or terms of employment of all employees and the terms of service for all volunteer leadership positions, including dismissal if necessary, upon the ratification of the Council of Overseers. Any employees serving under a previous Omegh, His Divine Grace, shall tender their resignations to the new Omegh immediately upon the new Omegh is anointed. The new Omegh shall have up to three months to accept or reject said resignations. When the new Omegh, His Divine Grace, is in place, He has full authority to select His staff, replacing existing staff members if He should so choose, but always giving priority to the provisions laid down, by the Omegh Founder of the Church, for the coming generations.

ARTICLE 7: KNIGHTS STAFF

7.01. **Function:** A Staff Knights Council Leadership Team includes a staff Member that is assigned a ministerial and Evangelization responsibility by the Senior Council, under Omegh, His Divine Grace, discretion.

7.02. **Qualifications:** A Staff Knights Council Leadership Team must meet the qualifications of a Knights as described in 5.02 and must be a credentialed minister in good standing. All additional qualifications will be determined by Omegh, His Divine Grace.

7.03. **Responsibilities:** The responsibilities and duties shall be assigned by Omegh, His Divine Grace.

7.04. **Appointment/Dismissal:** a Staff Knights Council Leadership Team shall be appointed or dismissed by Omegh, His Divine Grace, with the consideration of the Knights Council Leadership Team and/or the Counsel of Overseers.

ARTICLE 8: OFFICERS

8.01. **Officer Positions:** The officers of the Corporation shall be a President, a Secretary/Treasurer, a Vice President, and Directors. The Knights Council Leadership Team may create additional officer positions, define the authority and duties of each such position, and elect or appoint members to fill the positions. Any two or more offices may be held by the same person, except the offices of President and Secretary.

8.02. Election and Term of Office: The officers of the Corporation shall be appointed by Omegh, His Divine Grace, and confirmed by the Knights Council Leadership Team. Each officer shall hold office until a successor is duly elected and appointed.

8.03. Removal: Any officer, other than the President, may be removed by Omegh, His Divine Grace, in His sole discretion, or with the confirmation of the Council of Overseers.

8.04. Removal of the President: If the President is Omegh, His Divine Grace, cannot be removal as Omegh. That is not possible since Omegh, according to our faith and beliefs, is infallible in his decisions and judgments. Omegh's position is lifelong. However, in the event that Omegh, His Divine Grace, becomes the President of the Corporation, and is unable to perform that corporate function, he may be replaced by one of the Members of the Board of Directors until his replacement is duly elected. Provisions for this purpose are contemplated in 6.05. Also, the Board of Ex-Presidents of the Corporation may designate an interim President until the new President is appointed or elected. The Board of Ex-Presidents may also determine the period of time necessary for the interim President to exercise his functions; in which case, the new President shall be appointed or elected once the time of execution decided by the Board of Former Presidents for the interim President.

8.05. Resignation: Any officer may resign at any time by giving written notice to the Board of Directors, the President, or the Secretary. Such resignation shall take effect at the time specified in the notice. The acceptance of such resignation shall not be necessary to make it effective.

8.06. President: The President shall be the Chief Executive Officer of the Corporation. The President shall supervise and control all of the business and affairs of the Corporation and may execute any deeds, mortgages, bonds, contracts, or other instruments that the Knights Council Leadership Team authorizes to be executed, or in His sole discretion. The President shall provide spiritual leadership to the Corporation. The President shall perform other duties prescribed by the Knights Council Leadership Team and all duties incident to the office of President.

8.07. Vice-President: When the President is absent, is unable to act, or refuses to act, the Vice President shall perform His duties, except during transition between Omegh, upon the new Omegh is anointed. When the Vice President acts in place of the President, he or she shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall perform other duties as assigned by the President and be present at all Council of Overseer Meetings.

8.08. **Secretary/Treasurer:** The secretary/treasurer should be an officer of the corporation on the Knights Council Leadership Team. 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 shall oversee the keeping of the membership rolls of the corporations, and in general perform the duties usually incident to the office of secretary. He shall also oversee such further duties as shall be prescribed from time to time by the Knights Council Leadership Team or by Omegh, His Divine Grace, and/or the President. The position of Treasurer does not have any kind of remuneration. However, Omegh, His Divine Grace, can assign him/her the evangelization aids he deems necessary and adequate so that the Secretary / Treasurer can develop his work as well as possible.

8.09. **Treasurer's role over Accounting:** As Treasurer, the secretary / treasurer shall oversee the keeping of full and accurate accounts of the receipts and disbursements in books belonging to 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 Omegh, His Divine Grace, the President. He will assist the President in the creation of the annual budget by providing the necessary information to create such a budget. He does not determine expenditures, but he shall oversee the disbursement of the funds of the corporation as may be ordered by the Knights Council Leadership Team or the President. He 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 Knights Council Leadership Team or by Omegh, His Divine Grace, the President.

ARTICLE 9: TRANSACTIONS OF THE CORPORATION

9.01. **Contracts.** The Knights Council Leadership Team may authorize any officer or agent of the Corporation to enter into a contract or execute and deliver any instrument in the name of and on behalf of the Corporation. This authority may be limited to a specific contract or instrument or it may extend to any number and type of possible contracts and instruments.

9.02. **Deposits:** All funds of the Corporation shall be deposited to the credit of the Corporation in banks, trust companies, or other depositories that the Knights Council Leadership Team or Omegh, His Divine Grace, selects.

9.03. **Gifts:** the Knights Council Leadership Team or Omegh, His Divine Grace, may accept any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the Corporation.

9.04. **Loans and Related Parties:** The Corporation shall not make any loan to a Director or officer of the Corporation. However, the Knights Council Leadership Team shall allocate such sums as he deems necessary to cover the expenses of Evangelization of Church Members, and all expenses of Omegh, His Divine Grace. The Knights Council Leadership Team will also authorize pay the necessary contributions for the up growth of the Christian NeuroCosmical Philosophy contained in the Codex Christ and the other Books of the authorship of Omegh, His Divine Grace.

9.05. **Prohibited Acts:** As long as the Corporation is in existence, and except with the prior approval of the Board of Directors, no Director, officer, or committee member of the Corporation shall:

- (a) Do any act in violation of the Bylaws or a binding obligation of the Corporation.
- (b) Do any act with the intention of harming the Corporation or any of its operations.
- (c) Do any act that would make it impossible or unnecessarily difficult to carry on the intended or ordinary business of the Corporation.
- (d) Receive an improper personal benefit from the operation of the Corporation.
- (e) Use the assets of this Corporation, directly or indirectly, for any purpose other than carrying on the business of this Corporation.
- (f) Wrongfully transfer or dispose of property of the Corporation, including intangible property such as good will.
- (g) Use the name of the Corporation (or any substantially similar name) or any trademark or trade name adopted by the Corporation, except on behalf of the Corporation in the ordinary course of the Corporation's business.
- (h) Disclose any of the Corporation's business practices, trade secrets, or any other information not generally known to the business community to any person not authorized to receive it.
- (i) No Member of the Church can assume the roles of doctor, or sorcerer, or healer.

ARTICLE 10: ACQUISITION AND DISPOSITION OF PROPERTY

10.01. **Authority:** No asset, real estate or otherwise, valued more than 20% of the current approved operating budget, or \$500,000.00, whichever amount is lower, shall be purchased by Codex Christ

Church, nor shall a contract to sell said major Codex Christ Church assets be entered into, unless the same shall be first approved by the Knights Council Leadership Team and confirmed by the Council of Overseers. Furthermore, the Knights Council Leadership Team, upon the advice of the Council of Overseers, have the authority to unilaterally accept major assets, including real property, valued in excess of the current approved operating budget if it is partially or entirely being donated, provided that it has clear title and that any funding used to augment the donation does not exceed available funding. Only Omegh, His Divine Grace, can perform the acts described above at his sole discretion, without requiring more endorsement or consent than His wise decision, then submitting that Act to the confirmation of the Knights Council Leadership Team.

10.02. **Documentation:** Title to all real property acquired by Codex Christ Church shall be deeded to Codex Christ Church Corp., and held in its name. Omegh, His Divine Grace, and/or the Treasurer shall certify all documents relating to the purchase, sale, or lease of real property, and that the same has been duly authorized in accordance with these Bylaws.

10.03. **Property Status upon Division:** In the event the Partners of Codex Christ Church become divided over irreconcilable differences, all property of Codex Christ Church shall remain with those Members, whatever their number, whom the Council of Overseers and/or by the Knights Council Leadership Team side with. The Council of Overseers shall be allowed to address the situation after due investigation, the Council of Overseers shall make a binding determination as to which Members are adhering to the Tenets of Faith and in agreement with by the Knights Council Leadership Team, the same shall be deemed authorized to continue as Members under these Bylaws. The remaining Members shall then have their membership revoked.

10.04. **Property and Asset Status upon Disaffiliation:** Codex Christ Church shall not disaffiliate with the Affiliated Network without a decision of by the Knights Council Leadership Team and a confirmation by the Council of Overseers. Such proposal shall include a statement of the reasons for the proposed change in affiliation and be kept on file in the official minutes for access to any Member who desires to read it. Upon disaffiliation from an Affiliate Network, property owned by Codex Christ Church shall remain the property of Codex Christ Church.

ARTICLE 11: BOOKS AND RECORDS

11.01. **Required Books and Records:** The Corporation shall keep correct and complete books and records of account. The Corporation's books and records shall include:

- (a) A file-endorsed copy of all documents filed with the State Secretary of State.
- (b) A copy of the Bylaws, and any amendments to the same.
- (c) Minutes of the proceedings of the Board of Directors, and of any committees having the authority of the Board of Directors.
- (d) A list of the names and addresses of the Directors, Members and Officers of the Corporation.
- (e) A balance sheet for the three (3) most recent fiscal years.
- (f) An income statement for the three (3) most recent fiscal years.
- (g) All rulings, letters, and other documents relating to the Corporation's federal, state, and local tax status.

ARTICLE 12: SPECIAL PROCEDURES CONCERNING MEETINGS

12.01. **Meeting by Electronic Means:** The Board of Directors (the Knights Council Leadership Team), and any committee of the Corporation, may hold a meeting by telephone conference call or other electronic means in which all persons participating in the meeting can hear each other.

ARTICLE 13: AMENDMENTS TO BYLAWS

13.01. **Amendments:** The Bylaws may be altered, amended, or repealed, and new Bylaws may be adopted by the Knights Council Leadership Team upon confirmation of the Council of Overseers, or upon confirmation of Omegh, His Divine Grace. The notice of any meeting at which the Bylaws are altered, amended, or repealed, or at which new Bylaws are adopted shall include the text of the proposed Bylaw Sections as well as the text of any existing sections proposed to be altered, amended, or repealed or a fair summary of those sections.

ARTICLE 14: MISCELLANEOUS

14.01. **Legal Authorities Governing Construction of Bylaws:** The Bylaws shall be construed in accordance with the laws of each State. All references in the Bylaws to statutes, regulations, or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time.

14.02. **Legal Construction:** If any section of the Bylaws is held to be invalid, illegal, or unenforceable in any respect, the invalidity, illegality, or unenforceability shall not affect any other section and the Bylaws shall be construed as if the invalid, illegal, or unenforceable section had not been included in the Bylaws.

14.03. **Dispute Resolution:** Any controversy, claim, or dispute arising from or related to these Bylaws shall be settled by mediation internally among the Members of the Knights Council Leadership Team and, if mediation is unsuccessful, will make the decision that Omegh, His Divine Grace, considers appropriate in his infinite wisdom. The parties understand that these methods shall be the sole remedy for any controversy, claim, or dispute arising out of these Bylaws and they expressly waive their rights to file a lawsuit in any civil court against one another for such controversies, claims or disputes, except to enforce an arbitration decision.

14.04. **Gender:** Wherever the context requires, all words in the Bylaws in the male gender shall be deemed to include the female or neuter gender, all words in the female gender shall be deemed to include the male or neuter gender, all singular words shall include the plural, and all plural words shall include the singular.

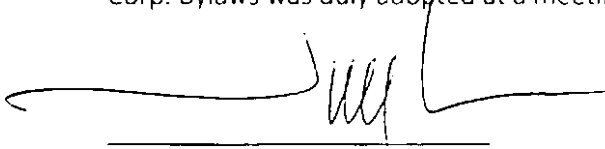
ARTICLE 15: EMERGENCY POWERS AND BYLAWS

An **emergency** exists for the purposes of this section if a quorum of the directors cannot readily be obtained because of some catastrophic event. In the event of an emergency, the Members of the Knights Council Leadership Team may: (a) modify lines of succession to accommodate the incapacity of any director —except Omegh, His Divine Grace—, officer, employee or agent; and (b) relocate the principal office, designate alternative principal offices or regional offices, or authorize officers to do so. During an emergency, notice of a meeting of the Members of the Knights Council Leadership Team (Board of Directors) only needs to be given to those directors whom it is practicable in any manner including by publication or radio. One or more officers of the Corporation present at a meeting of the Members of the Knights Council Leadership Team (Board of Directors) may be deemed directors for the meeting, in order of rank and within the same rank and order of seniority, as necessary to achieve a quorum. Corporate action taken in good faith during an emergency binds a corporation and may not be the basis for imposing liability on any director —except Omegh, His Divine Grace—, officer, employee or agent of the Corporation on the ground that the action was not authorized. The Members of the Knights Council Leadership Team (Board of Directors) may also adopt emergency bylaws, subject to amendments or repeal by the full Board of Directors, which may include provisions necessary for managing the

corporation during an emergency including; (a) procedures for calling a meeting of the Board of Directors; (b) quorum requirements for the meeting; and (c) designation of additional or substitute directors. The emergency bylaws shall remain in effect during the emergency and shall be revoked after the Members of the Knights Council Leadership Team have deemed that the emergency has ended.

CERTIFICATE OF SECRETARY

I, ARMANDO MANTILLA, certify that I am the duly elected and acting as a President of Codex Christ Church Corp., and that the foregoing bylaws constitute the Bylaws of the Corporation. I have also been appointed, by the Board of Directors, as Registered Agent and Incorporator of the Codex Christ Church, Corp. Bylaws was duly adopted at a meeting on May 10, 2019.



Mantilla, Armando

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19 MAY 20 AM 6:44
A. MANTILLA