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TRANSMITTAL LETTER

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

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-12/19/94--01114--001
*****70.00 *****70.00

SUBJECT: Cornerstone Church of Orlando, FL-Incorporated
(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

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM:

PASTOR DAVID R. DOWNS

Name (Printed or typed)

2333 Donegan Place

Address

Orlando, FL 32826

City, State & Zip

(407) 381-5706

Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAR 21 AM 11:14

W94-27014

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

KAN 12-21



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

December 21, 1994

DAVID R. DOWNS
2333 DONEGAN PLACE
ORLANDO, FL 32826

SUBJECT: CORNERSTONE CHURCH OF ORLANDO, FL. INCORPORATED
Ref. Number: W94000027014

We have received your document for CORNERSTONE CHURCH OF ORLANDO, FL. INCORPORATED and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The articles of incorporation of a nonprofit corporation must be prepared in compliance with section 617.0202, Florida Statutes. Please refer to that section of the law for assistance.

The corporate name must be identical throughout the document.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

Bylaws are not filed with this office. Please retain them for your records.

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 (904) 487-6915.

Kevin Nickens
Document Specialist

Letter Number: 794A00053899

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 MAR 24 AM 11:14

ARTICLES OF INCORPORATION

&

Constitution of Cornerstone Church of Orlando, Florida. Incorporated

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopt the following articles of incorporation:

ARTICLE I

Name

The name of the corporation shall be: **Cornerstone Church of Orlando, Florida, Incorporated.** Hereafter, in this document, referred to as "this church" or "the church." We are in association with the Conservative Baptist Association of America.

ARTICLE II

Principal place of business and mailing address

The principal place of business and the mailing address of this corporation shall be: 2333 Donegan Pl. Orlando, FL 32826

ARTICLE III

Purpose

The specific purpose for which the corporation is organized is: to make disciples.

A. Ministry purpose - "Why we exist"

"Winning people to Christ and helping them become His fully devoted followers." The primary purpose of this church is to obey the Great Commission which has as its first and foremost task evangelizing the lost.

B. Philosophy of ministry - "How are we going to do what we exist to do?"

"Christ centered, Bible-based, and culturally relevant." This Church is a C.A.M.E.O. church. This means we have a Contemporary Approach to Ministry, Evangelism, and Organization. We are not bound to the traditions of men (Mk. 7:6-13) but are driven by the commands and principles of God's Word. We will use every available means to reach every available person at every available time.

C. Ministry vision - "How will we have a better future?"

God called our founding Pastor to establish a Bible-based, Christ-centered, aggressively evangelistic church that is effective in reaching our generation for Christ and that has a passionate vision to reproduce and multiply these kind of churches throughout the world's major metropolitan areas.

ARTICLE IV: Appointment of officers/directors

Directors will be appointed in the manner provided for in the bylaws. The manner in which the officers are appointed is as follows:

A. Senior Pastor

1. Position.

Many soulwinning churches fail because they have used a traditional and unscriptural church constitution that gave the leadership of the church to someone other than the Pastor and organized the church for purposes other than the Great Commission. The Pastor is the Shepherd under Christ, the primary leader of the church, and is primarily responsible to Christ for the work of the church.

2. Election

Sr. Pastors shall be brought in by a 3/4 majority vote of the voting congregation, under the guidance of the leadership team. The leadership team under the direction of the Pastor, or in his absence the interim Pastor, shall organize a pulpit task force for the purpose of seeking and accepting potential candidates for the position of Pastor. The Pastor is called to serve indefinitely. The authority of the church rests in the hands of the voting members who delegate their full authority to their Sr. Pastor.

3. Removal.

The Pastor is the man of God (1Tim. 6:11; 2Tim. 3:17 cf. 2Kg. 1:9) and is anointed by God for that ministry. God said, "Touch not My anointed and do My prophets no harm." (Ps. 105:15). It has been the experience of the church throughout the ages that the people under the sound of the prophet's message have not always liked the message and so have persecuted the preachers of God's Word (Matt. 5:11-12; 10:16-23; 11:16-19; 23:29-39; Gal. 2:4-5; 2Tim. 4:14-15). This tendency is a sign of the end times and is warned against in the Scriptures (2Tim. 4:1-5).

The Pastor is called by God not "hired" by the church. The Pastor can only be removed from office in the event of: 1.) persistent adherence to serious doctrinal heresy in denying any of the fundamental doctrines of the historic Christian faith or 2.) significant unrepentant sin.

The removal of a pastor is a measure of last resort. An accusation against an elder shall not be received except there come forward two or three credible eyewitnesses (1Tim. 5:19). The charge shall then be investigated. Should the charges be true and the Pastor refuse to repent, the church shall then vote on whether to ask the Pastor to step down. The removal of the Pastor shall be by 3/4 majority vote of the voting members. In the event the Pastor is removed every effort shall be made to care for him and his family. He will receive at least three months pay.

The leadership team, under the leadership of the Pastor (or in his absence an interim pastor) shall appoint and organize a temporary task force for the purpose of evaluating and calling a new pastor.

4. Responsibilities

The Sr. Pastor is told in the Bible that if he does certain things he "shall be a good minister of Jesus Christ" (1Tim. 4:6). The Sr. Pastor's duties shall therefore include the following:

- a. He will warn the people of error
- b. He will strive to be an excellent student of Scripture. In a practical expression of this church's commitment to help their pastor in this effort, this church shall see to it that the Sr. Pastor's continuing education needs are met.

- c. He will avoid the influence of unholy teaching
- d. He will discipline himself in personal godliness
- e. He will be committed to hard work
- f. He will teach with authority
- g. He will model spiritual virtue
- h. He will have a thoroughly biblical ministry
- i. He will fulfill his ministry
- j. He will be totally devoted to his ministry ("give yourself wholly to them"), but not to the neglect of his family, personal devotions, or health.
- k. He will continually progress in his spiritual growth

5. Voluntary resignation.

Should the Pastor decide that the Lord is calling him away from the pastorate of this church he will submit his resignation. He will also keep in mind the well being of this church in all his actions. He will give 30-60 days notice and appoint and organize a temporary task force to call a new Pastor. The church shall pay the departing Sr. Pastor at least three months severance pay. In the event the Pastor is ill or dies or is in some other way unable to appoint and organize a task force for the purpose of calling a new Sr. Pastor the church shall immediately call an interim Pastor who shall lead the church and appoint the task force to call a new Sr. Pastor. At no time is this task force to become permanent and is to be dissolved upon completion of their task.

6. Qualifications

The Sr. Pastor shall meet the qualifications set forth in 1Tim. 3:1-12; Titus 1:5-9; 1Pet. 5:1-4. It is also wise that the Pastor be a graduate of a seminary and have the experience to lead the people. He must also be in full and unreserved agreement with the fundamental doctrines of the Christian faith and in general agreement with the rest of the church doctrinal statement.

B. Assistant pastors (Elders)

1. Appointment.

The Sr. Pastor will have need of assistant pastors, as the church grows, to assist him in the work of the ministry oversight. He shall therefore appoint or remove elders (assistant pastors) as he sees the need (Acts 14:23; Tit. 1:5). These men are not voted on either for adding them or removing them from the church staff. These men are directly subject to the Sr. Pastor. They are the leadership team of the church and they are under the leadership of the Sr. Pastor who is the team captain.

2. Responsibilities.

They are responsible to assist the Sr. Pastor as he has need. Each assistant shall have responsibility over a particular ministry area such as: Small Groups, Youth, Worship, Evangelism, Discipleship, etc. They shall regularly share the gospel with the lost and be involved in a discipleship relationship.

3. Qualifications.

All assistant pastors shall be male (1Tim. 2:11-15; 3:1) and shall meet the requirements laid out in Scripture (Tit. 1:5-9; 1Tim. 3:1-7; 1Pet. 5:1-4).

C. Deacons

1. Qualifications.

The need for servants (deacons) in the church may arise as the church grows and so those who are appointed to this most sacred service must meet the requirements laid out in Scripture (Act. 6:1-7; 1Tim. 3:8-13). They are to first undergo a one year apprenticeship for the purpose of testing them and training them (1Tim. 3:10). They are also to be saved, godly, active, tithers, soul-winners, loyal to the Pastor and covenant members living lives separated from sin and apostasy.

2. Appointment.

The leadership team shall inform the congregation of the need for deacons as they may see the need. They shall then accept nominations from the congregation (only Fellowship or Covenant members may offer nominations). These nominations shall be by secret ballot. The leadership team shall then prayerfully evaluate each name as to scriptural qualifications, personality, gifting and team match. The leadership team shall then approach the qualified ones to determine their willingness to serve. The Pastor shall then appoint the deacons (Act. 6:3) by the laying on of hands (Act. 6:6). They are appointed to serve for a period of two years. The congregation shall then be notified as to who the new deacons are.

3. Responsibilities.

While it is the duty of the Pastor and leadership team to oversee (Act. 20:17), rule (Heb. 13:7,17,24), shepherd and guard the flock (1Pet. 5:1-4), this is not the role of a deacon. The deacons are the servants of the church. They have the important ministry of seeing to it that various needs of the people are met. They have the authority to accumulate a benevolence fund separate from the tithes of the church and to disburse the funds to meet people's needs as they see best. They are to be actively involved in ministry to widows, guest follow up, evangelism, discipleship, and ministries such as hospital visitation, visiting the prisoners, absentee visitation and generally finding needs and meeting them. It is required that they share their faith weekly and have at least one person they are discipling the whole time of their ministry.

4. Length of service.

The deacon shall serve two years after his one year time of testing. At this time the deacon rotates off in order to rest and rebuild family and job relationships. His name may be submitted for possible reappointment after one year. Second term deacons do not need to repeat their testing year.

5. Removal

A deacon may be removed from service in the event of: 1. the expiration of his two years of service; 2. voluntary resignation in writing after counsel with the Pastor; 3. discipline for not upholding his covenant or at the time that he no longer meets the qualifications or fulfills the responsibilities; 4. attitudes contrary to the purity or harmony of the church as determined by the Pastor.

D. Church staff

1. Positions

The Pastor may bring in such staff as he feels are necessary to assist him in providing for the church. If a salary is involved it will be determined by the Pastor or to whom he may delegate this. They will work under the direct supervision of the Pastor, or indirectly under him and directly under the supervision of a staff member appointed by the Pastor.

pg. 5

2. Standards for leaders.

All leaders shall be saved, active, covenant members of the church in agreement with the doctrine and supportive of the leadership of the church. They will be tithers, soul-winners, loyal to the Pastor and living a life separate from sin.

ARTICLE V
Limitation of corporate powers

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes.

ARTICLE VI
Initial registered agent and street address

The name and street address of the initial registered agent is: Pastor David R. Downs 2333 Donegan Pl. Orlando, FL 32826

ARTICLE VII
Incorporators

The names and street addresses of the incorporators for these articles of incorporation are:
President and Chief Executive Officer: David R. Downs 2333 Donegan Pl. Orlando, FL 32826;
Vice President and Secretary: Laurie Downs 2333 Donegan Pl. Orlando, FL 32826.

ARTICLE VIII
Affiliation

The planting of **Cornerstone Church of Orlando, Florida, Incorporated** was made possible through the encouragement and support of the Conservative Baptist Association and the Conservative Baptist Home Mission Board (New Churches Now), therefore we are gladly in association with this national association. We declare our agreement with the Declaration of Faith in Article Three of the CBA of America constitution. We also declare our agreement with the convictions of CBA of America expressed in the preamble of the CBA of America constitution. We practice believer's baptism as a requirement for membership. Our doctrinal statement is consistent with, though not identical to, the doctrinal statement of the CBA of America. It is stated in this constitution that the congregation shall have the final authority in legal and constitutional matters. It is also stated that it is our practice to call and ordain only biblically qualified men as pastors/elders. Furthermore, it is our intention to contribute annually to the support of the ministries of the association.

ARTICLE IX
Distribution of Assets Upon Dissolution

In the event of the dissolution of this church no part of the property or buildings or finances shall go to any individual. If for any reason this church is dissolved, all assets shall go to the Conservative Baptist Home Mission Society - New Churches Now division until Dec. 1995. After that time the assets shall go to the church planting arm of Cornerstone Ministries called Stepping Stones as well as to any other organizations selected by the church and recognized as Christian, evangelistic and non-profit.

ARTICLE X Membership

A. Reasons for church membership

The New Testament assumes membership in a local church in the same way it assumes all believers will follow the Lord in baptism. Faithful commitment to and involvement in a local church is absolutely essential to the spiritual health and growth of a believer. Spiritual maturity is the goal of coming to Christ for salvation. We are saved, not just to escape the wrath of God and the fires of Hell, but also to enjoy the new life in Christ and freedom from sin (Eph. 2:10).

The church is the family of God. Those who have been born again are born into this wonderful family with all of its benefits.

The Bible overwhelmingly emphasizes the local church. The New Testament knows nothing of "solitary" Christianity, where every man does what is right in his own eyes without the care, guidance and spiritual protection of the local church.

This sense of the word "membership" is not only commanded, it is assumed. The only "non-member" Christians biblically are those under church discipline who because of sin have been separated from the connectedness to the body.

To be a formal member of this church we ask people not only to function as committed parts of the body, but also to be privately affirmed by the Pastor, publicly presented to the entire body, and to sign a Membership Covenant statement of their commitment. These actions give meaningful public evidence of private commitments. In addition, they provide an important measure of accountability.

Membership - connected and contributing - is a function for the local church: every believer is biblically mandated to belong. The formal membership process at this church is the form we use to express that function. Through it, the substance of biblical membership is manifested in a way that is significant, not only to the individuals but also to the entire community of believers. In a society that shuns commitments, these signs, although simple, serve to solidify the commitment of this local community of believers.

B. Termination of membership

- 1.) Transfer of membership to another church of like faith and practice
- 2.) Church discipline
- 3.) Death
- 4.) Request of the member (Note: this can be either in the form of a written statement or by persistently absenting themselves from the worship services and the Care Circle).

C. Rights of terminated members

Those whose membership has been terminated due to church discipline shall have the right to be reconsidered for membership when they demonstrate to the satisfaction of the leadership team appropriate repentance.

The Scriptures teach that no Christian is to bring a civil law suit against another Christian (1 Cor. 6:1-8). Therefore it is agreed upon by all who become members of this church that they shall refrain from bringing any civil lawsuit against the church, Pastor, Leadership Team, deacons, or staff in connection with the performance of their official duties. In the event of a grievance of one member against another, every effort should be made to avoid a civil suit in a public court of law.

D. Transferability of membership

Members may transfer to other churches of like faith and practice on the condition that they are in good standing and not under discipline. Members of other churches of like faith and practice will be accepted as any other person is accepted, after meeting membership requirements.

E. Classes of members

1. Class I : Fellowship members

a. Qualifications

All individuals 12 years of age or older who have personally received Christ as their Savior and are willing to obey Him as Lord, who have been baptized by immersion, and who are willing to be committed to this church as their local Christian family may become members through the following procedure:

- 1.) Saved. Has made a personal decision to trust Christ alone as his Savior and to follow Him as Lord.
- 2.) Has a clear, personal testimony which gives evidence of his genuine faith and changed life.
- 3.) Baptized by immersion
- 4.) Agreement with the fundamental doctrines of the faith (Jesus - His true deity and humanity, virgin birth, sinless life, miracles, substitutionary death, bodily resurrection, and literal second coming; The Trinity, the Inerrancy of the Bible, Salvation by grace through faith, commitment to the local church, a holy life), but not necessarily with the whole statement of faith of this church.
- 5.) Supportive of the vision, pastor and leadership of the church
- 6.) Attendance at and completion of Membership Classes
- 7.) Personal interview with the Pastor or an appointed leader
- 8.) Public affirmation of new members before the congregation

b. Rights

- 1.) participate in the Lord's Supper
- 2.) use their spiritual gifts in supportive ministries
- 3.) baptism
- 4.) benefit from various services offered by the church such as worship, education, counseling, training, and so forth.
- 5.) they shall not have voting rights

2. Class II - Covenant members

a. Qualifications

- 1.) Same as those of Class I
- 2.) Completion of one year regular attendance and consistent participation in both the worship service and a Care Circle
- 3.) Begin the "Ministry Process" (a training program designed to equip all believers with the basics necessary to live the Christian life)

- 4.) Sign the Membership Covenant
- 5.) Serve in a ministry suited to your spiritual gifts, talents, and interests

b. Rights

- 1.) Voting - to vote
- 2.) Service - to serve in an appropriate ministry
- 3.) Leadership - to be considered to lead in an appropriate ministry
- 4.) Diaconate - to be considered for the diaconate
- 5.) License / ordination - to be considered for a License and or ordination to the Gospel Ministry

c. Expectations

The covenant member is expected to maintain moral and doctrinal purity upholding the commitments of his covenant including faithful attendance at the regular services, faithful financial support, an obedient Christian life, and involvement in a ministry with this church.

ARTICLE XI

Church Discipline

1. Theological basis

The church is to be pure and without blame before the world. The Body of Christ is made up of forgiven men and women who still have a propensity to sin. Because we have been called out and predestined we are different, but we have not arrived at where we should be or desire to be. Until that time we will continue to be full of human weaknesses. As a result we need church discipline to maintain the purity of each individual saint and the body of Christ.

Church discipline in its broadest sense involves a continued growth process. Its aim is to present every man complete (mature) in Christ, not perfect. Any doctrine of church discipline will take into consideration Matthew 18:15-17; 1Corinthians 5:1-13; Galatians 6:1.

2. Procedure

a.) SELF-EXAMINATION. The first step in church discipline is to examine ourselves (1Cor.11:28-29). The Lord's table is an important reminder to examine our lives, to deal with sin, and to confess it to the Lord. This process should be ongoing and result in the continued awareness of the holiness required of a child of God. Another benefit of this process is that the one who must approach a brother in sin is painfully aware of his own frailty and how he must remove the log from his own eye before attempting to remove the speck from his brother's eye.

b.) FORMATIVE DISCIPLINE. God has ordained that through the comprehensive and faithful preaching of His word the members of His local churches be taught to live so as to please Him.

c.) GO TO YOUR BROTHER IN PRIVATE AND ALONE - Matt. 18:15; Gal.6:1.

d.) TAKE ONE, TWO OR THREE WITNESSES WITH YOU - Matt. 18:16. The purpose is that hopefully the sinning brother will see the seriousness of the transgression and seek forgiveness.

e.) TELL IT TO THE CHURCH. This step is where the representatives of the church are brought in. The church representatives will hear the situation and evaluate the validity of the charge. If the brother has sinned and is unrepentant then he will be given opportunity to repent and be restored. If he still refuses to turn from his sin then according to Matt. 18 he is to be treated as a nonbeliever. This brings us to the next step.

f.) CORRECTIVE DISCIPLINE. Corrective discipline is necessary because of conduct or doctrine contrary to biblical standards. No offenses shall be brought to the church until the instructions of the Lord Jesus Christ have been followed (Mat. 5:23 & 18:15-16). Corrective discipline always aims for the glory of God, the welfare and purity of the local church, the restoration of the brother, and the evangelistic impact on the world.

(1.) Suspension. There are occasions when a member's slackness in the performance of duty, disorderliness, and departure from the instructions of the Word of God require church discipline - but of a less severe nature than disfellowship (cf. 2Thess. 3:6,11,14-15).

(2.) Disfellowship. Church membership is a voluntary act whereby the member agrees to live by the rules of the church and submit to the leadership and discipline of the church. Membership in this church shall be entirely subject to the rules, regulations, usages, canons, disciplines, and requirements of this church, and a member expelled or suspended or disciplined therefrom shall immediately cease to be a member of this church until fully restored to membership in good standing in this church.

The one who chooses to sin and refuses to repent thereby removes his membership from this church. The Lord commanded us to disfellowship unrepentant sinners from the church (1Cor. 5:7 & 11). Disfellowshipping means that we no longer "fellowship" with that person. It does not extend to employment, social civility, acts of kindness or acts of mercy. In fact we must continue contact with that person in an attempt to win them back to Christ. See 1Tim. 5:20.

(3.) Note on discretion: The biblical pattern is that the sin should be confessed only to those who know about it. If it is a publically known sin, then the church should hear the confession. Otherwise the circle of confession should not be any larger than those affected and those charged with helping restore the sinner. In any public church disclosure of sin, the church will attempt to ensure that those hearing the report are within the "community of interest." This generally includes at least the adult members of the church. All visitors, permanent nonmembers, and suspended members should be requested to leave and if necessary escorted out of the meeting. The church may place any other restriction it desires upon those who will be in the meeting, such as including only those who have prayed for the unrepentant sinner.

g.) RESTORATION. The next step in the process is the restoring of the repentant brother. This is the ultimate goal of church discipline and a great joy when it occurs. At times those who are disciplined will come to their senses and come back to the church in confession and repentance. Peter asked the Lord how often he should forgive such a person. The Lord answered, "I do not say to you up to seven times, but up to seventy times seven" (Mt. 18:22; cf. 2Cor. 2:6-8).

3. The attitude needed

Those responsible for confronting a sinning brother must be extremely careful that the whole procedure is done in humility and love. The word "brother" in Mt 18:15 implies not just that we have the same Father but that we also have a relationship with that person. Gentleness, humility, compassion, spirituality, and a calm spirit are essential to effective church discipline.

ARTICLE XII

Statement of faith

Guiding principle

It is the desire of this church to minister to any believer who holds to the essential doctrines of the Christian faith and is supportive of the vision and leadership of this church. As a result we are committed to major on the majors and minor on the minors. A basic principle we follow is this: *"On the essentials we must have unity. On the non-essentials we must have liberty. On our differences we must demonstrate love."* We ask that those with differing views on issues that are not essential to our Christian faith and on which good, godly Christians have historically been unable to come to agreement upon, to refrain from being divisive, judgmental or overbearing in their conversation and attitudes.

THE BIBLE

The Bible (the 66 books of the Old and New Testaments) alone is God's written word, inspired, infallible and inerrant in the original wording (2Tim. 3:16; 2Pet. 1:21).

We reject the cults' teachings that the Bible is incomplete or in need of other revelations.

GOD

There is only one true God who exists eternally in three equal and distinct persons: Father, Son, and Holy Spirit. These three are one God, having exactly the same nature, and attributes, and worthy of the same worship, trust and obedience.

We reject the cults' views of God as either not a trinity, or not personal, or not eternal.

JESUS CHRIST

Jesus is God the Son, the second member of the Trinity. God became flesh and dwelt among us. He was born of a virgin, possessed a real human body, and was perfect man - thus He is truly God and truly man. He lived a sinless life, performed miracles proving His deity, died as the only and final substitute for our sins, was buried and bodily rose from the grave. He ascended to the Father and is literally coming again.

We reject the cults' view that Jesus Christ was either not fully human or not fully God.

HOLY SPIRIT

He is the third person of the Trinity. He convicts the world; regenerates, indwells, baptizes, seals and gifts all Christians at the moment of salvation; and fills (controls) those yielded to Him.

We reject the cults' teachings that the Spirit is not a person or not active in the world today.

ANGELS

Angels are real, personal, spirit beings originally all created holy by God before He created the world or man. They are God's messengers and minister to those who are the heirs of salvation (Heb. 1:4).

We reject the cults' teachings that Jesus was an angel or that angels are to be worshiped.

SATAN

Satan is a fallen angel and is the leader of the angels who rebelled. He is the enemy of all that is of God and is at war with true believers (Eph. 6). He will finally be cast into Hell.

We reject the cults' teaching that Satan is merely a principle of evil and not a real person.

DEMONS

Demons are the angels which fell at the rebellion of Satan. They are formed into well organized ranks (Eph. 6:11-12). Some are confined (2Pet. 2:4) and some are loose. Demons can possess people and can be cast out only by the power of God.

MANKIND

The Bible teaches that Adam was created by a direct act of God and did not evolve from any previously existing life form. We were created in the image of God and originally enjoyed a personal relationship with God. Due to man's choice to sin and his fall in the garden, that relationship with God was broken. Man is a sinner by nature and practice, utterly devoid of the holiness required by the law, and positively inclined to evil. All have sinned and fall short of the glory of God. Therefore, without Christ, he is under the just condemnation to eternal punishment and everlasting, conscious existence separated from God without defense or excuse (Rom. 5:12; 3:23).

We reject the cults' teachings that man is in some way divine or ever could be divine, or that man evolved, is basically good, or that the creation or fall was a myth.

SIN

The definition of sin includes breaking the laws and commands of God, failing to do what we know is right, missing the mark, acting in accord with our self-will rather than God's will, rebelling against God, unbelief, and denying God's truth. Sin is committed in thought, word, attitude and action. All have sinned and fall short of the glory of God. Sin is not cured through religion, education, legislation, psychology or any other form of self-effort. The only cure for the penalty, practice and presence of sin is salvation through Jesus Christ.

We reject the cults' teachings that sin is just a state of mind or a poor self-image.

SALVATION

Salvation is only available through Christ (Acts 4:12). Salvation is accomplished only through the penal, substitutionary sacrifice of Christ on the cross.

Only those who personally place their faith in Christ alone as their Savior are saved. Salvation is not earned or deserved but is received as a free gift from God by faith in Christ. All who are truly born of the Spirit will persevere in the faith and progress in righteous living, demonstrating the genuineness of their saving faith. Our inheritance is incorruptible, and undefiled and does not fade away. It is reserved in heaven for us who are kept by the power of God through faith for salvation (1Pet. 1:3-5).

We reject the cults' teachings that salvation is in some way earned or merited or kept by our good works, or that we can claim to be saved while living a persistent life of unrepentant sin.

CHURCH

The Bible teaches two basic forms of the church: the universal church which is made up of all followers of Christ from the day of Pentecost until we are caught up to be with the Lord; and the local church which is made up of believers in a particular locale.

A New Testament local church is a body of baptized believers who are associated by covenant, in agreement with the fundamental doctrines of the faith, intent on proclaiming the gospel to every person in the whole world, observing the two symbolic ordinances of Baptism and the Lord's Supper, and committed to obeying the teachings of the Bible, submitting to their pastor and served by their deacons. The church is not Israel.

We reject the false teaching that the local church is not necessary to our Christian life, or the teaching that any particular sect is the only true church.

THE GRACE OF GIVING

We believe that God's method of financing His earthly work of the Great Commission; the care of the churches and the support of His ministers is by the tithes and offerings of His people. That it is to be given to the Lord through His church or storehouse to be distributed as directed by the leadership of the Spirit as the need arises. The time to tithe is on the first day of the week. That everyone is accountable to the Lord to give to the Lord through His church one-tenth of all his income. Tithing was instituted long before the Law was ever given and was practiced by the early church. Tithing is not just for those who think they can afford it but is to be practiced by all as an act of faith, obedience and worship resting in the manifold promises of God who promised that if we would give sacrificially to the spread of the gospel He would supply all our needs according to His riches in glory by Christ Jesus.

SANCTIFICATION

All believers are called to live radically changed lives that are separated from sin and set apart for God. Those who come to a true, saving faith in the Lord Jesus Christ have the assurance that they will persevere in the faith and that their genuine faith will be demonstrated by a changed life of good works.

SEPARATION

1. From practicing sin.

The Bible teaches that every believer should be separated from participating in any sin as defined by the Bible. The Christian should strive to live a pure life as Jesus lived.

2. From theological apostasy.

The follower of Christ is to strive to keep his faith in line with that faith which was once for all delivered to the saints (Jude 3). Lifestyle follows beliefs. Therefore the believer must strive to understand, defend and maintain orthodox beliefs. We believe that we do not move with power while operating under any so-called "inclusive missionary policy," that is, inclusive of believers and unbelievers alike, which, while recognizing faith, condones unbelief and violates conscience. We also believe that God's blessing will not fall upon our support of an affiliation with apostate ecumenical organizations (that is, organizations that would coercively combine the professed Christian religions of the world into one universal church). This principle is illustrated vividly by the story of Ahab (apostate) and Jehoshaphat (righteous) forming and alliance against Ramoth Gilead and being rebuked by Micaiah the prophet for doing so (cf. 1Kg. 22; 2Chr. 18).

EVANGELISM

Evangelism is the great task and privilege of the church. While God gifts some believers with the gift of evangelism so that they experience unusual freedom, boldness, clarity and at times results, this does not exclude any Christian from obeying the Great Commission. All believers have the responsibility and privilege of being ambassadors for Christ, taking the message of reconciliation to a lost world. All believers are expected to actively seek opportunities to share the gospel with lost people as a normal course of their daily life.

SPIRITUAL GIFTS

The Bible teaches that God gives spiritual gifts to all who trust Christ as their Savior. One purpose of these gifts is for the building up of the body of Christ - the church (1Cor. 12:7). These gifts are essential to the effective work of the church. The Holy Spirit gives these gifts of service only to born again people. Christ gives these born again gifted people to the church (Eph. 4:8, 11-12).

We reject the view that a certain gift must be shared by everyone. Not all have the same gifts (1Cor. 12:29-30). In relation to the gift of tongues, the Bible teaches that the tongues were languages. These languages were neither a learned practice nor a mindless repeating of incoherent sounds, rather tongues were the God-given ability to speak in an actual language for the sake of making known the good news of Christ (Acts 2:6-11). The Bible also teaches that truth must not be determined by a sign or wonder. The Antichrist will perform many signs and wonders which will be so persuasive as to almost deceive the elect (2Thess.2:9; Rev. 13:13-14). As to healing, Christ and His disciples were able to heal birth defects, restore withered limbs, heal incurable diseases, and raise the dead.

This church desires to minister to all believers who hold to the fundamental truths of the Christian faith and are willing to support the vision and leadership of this church, regardless of their position on the sign gifts. We do not intend to offend either those who believe the sign gifts were foundational or those who believe the sign gifts are operational. Either position is compatible with Christian orthodoxy. Therefore we ask that those who hold either position to refrain from allowing their views to become divisive and to refrain from being overbearing in their discussions with other believers. While we recognize the liberty of our charismatic brothers to practice their gifts there may be times that they will need to limit their liberty by love for our non-charismatic brothers. We also ask those with the gift of prophecy to refrain from speaking in the first person as though their words were God's inerrant words.

THE FUTURE

The Bible teaches that Jesus Christ is literally coming again for His church (His Bride) and that this return could occur at any moment. There will also be a period on earth that will be a time of terrible tribulation more severe than the world has ever known. The Lord will also establish His millennial kingdom on earth in power and glory. The Bible also teaches a literal heaven and a literal hell, and thus the eternal conscious bliss of the saved and the eternal judgement and conscious suffering of the unsaved.

We reject the cults' teaching that hell is annihilation or that there is a second chance after death.

CONTEMPORARY THEOLOGICAL ISSUES

1. Abortion

The Bible teaches that life begins at conception. Matthew speaks of the virgin Mary as "with child" (Mt. 1:23; cf. Lk. 1:41) before the baby left the womb. Therefore it is murder to terminate the life of an unborn baby for convenience sake. We recognize the fact that in rare occasions an abortion may have to be performed for the sake of saving the mother's life. In this case this is not considered murder but self-defense. Anyone who performs, willingly assists in, or voluntarily undergoes convenience abortions will not be considered for membership. In the event they are a member their membership is automatically terminated and they will not be restored until they acknowledge and repent of this horrible sin. We also recognize our responsibility as followers of Christ to care for those who have been deceived about abortion and to help those mothers who deliver their child and are without the aid of family.

2. Homosexuality

The Bible teaches that all sex outside of marriage is sin, whether heterosexual or homosexual. Furthermore, the Bible teaches that homosexuality is a perversion of God's created order. Homosexual practice is a choice and is against God's creative order and the clear commands of God. The Bible states, "Do you not know that the unrighteous will not inherit the kingdom of God? Do not be deceived. Neither sexually immoral, nor idolaters, nor adulterers, nor homosexuals, nor sodomites...will inherit the kingdom of God" (1 Cor. 6:9-10). We recognize the church has a responsibility to show the person in this sin the hope of freedom and a new life that can only be found in a personal relationship with God.

3. Euthanasia

The active taking of a person's life is murder unless in a just war, defense or unless that person has been justly condemned to death by the government. It is not sin to refrain from taking heroic actions to prolong the agony of death. The elderly, infirm, deformed and terminally ill must not have their life actively taken away from them, nor should they be deprived of food, water or shelter. We must pray for and visit those in need.

4. Women in ministry

The Bible places a high value on the role of women in ministry. It was women who ministered to Jesus. It was women who were the first witnesses of the resurrected Lord. Without women in ministry the spread of the gospel would grind to a halt or be seriously hindered. The Scripture opens a huge field of ministry for women. They can teach, evangelize, be missionaries, sing, lead and teach all the women, teens and youth of the church and be involved in practically any ministry. The only restriction on women's role in ministry is that they may not teach men or have authority over men.

Paul wrote to Pastor Timothy, "Let a woman learn in silence with all submission. And I do not allow a woman to teach or to have authority over a man, but to be in silence" (1Tim. 2:11-12). Therefore we do not allow a woman to teach a man or to have authority over a man in the church. We must immediately highlight the fact that this leaves open a huge field of ministry for women in the church.

5. New Age movement

The modern New Age movement is a modern form of the ancient practices of the occult mixed with eastern mysticism. Its basic tenets include the false teachings that God is an impersonal force, reincarnation, the divinity of humans, a relativistic moral code, spirit guides, channeling, hypnotism, trance writing, out of body experiences, guided imagery and such the like. The follower of Christ shall, due to his commitment to Christ and love for the Word of God, reject any and all of these practices and beliefs.

6. Family

God instituted the family unit when He created Adam and Eve and told them to leave their father and mother, be joined to each other in one flesh and then to be fruitful and multiply. God intended marriage to be one man and one woman for one life. That one man and one woman were told to be fruitful and multiply. That is God's plan. It is a sign of the last days and evidence of the righteous judgment of God that our country endorses living together out of marriage, easy divorces, homosexual partners, and so forth.

The husband is to love and lead his wife as Christ loves the church (Eph. 5:25-29), and the wife is to support and submit to her husband as the church submits to Christ (Eph. 5:22-24). Furthermore, the children are a gift of God to the parents and are an heritage of the Lord.

The husband is the "priest" and "shepherd" of his home and has the privilege and duty of leading his family in spiritual things. He is to bring his children up in the "nurture and admonition of the Lord" (Eph. 6:4).

7. Civil Government

We believe that civil government is a divine institution of God for the purpose of order in human society, the punishment of the wicked and the safety and reward of the righteous. Governmental authorities are to be prayed for and obeyed, except only in those things opposed to the will of God. We believe that Government does not have the right to command its people to disobey God. We also believe every government leader has the obligation to obey God's written word and work toward the protection of Christian freedoms. The government is not a law unto itself but is subject to the higher law of God. Jesus is the King of kings and Lord of lords and every governmental leader will one day give an account of his stewardship to God almighty. In the event the government commands the people to practices contrary to the word of God then, "We ought to obey God rather than men" (Acts 5:29). The local church is self-governing and must be free from governmental interference. Every human is directly responsible to God in matters of faith and must be free to worship God according to the dictates of their conscience.

8. Additional Issues

The church has been given by God a prophetic role and responsibility toward the current government and culture. As a result it has a responsibility to proclaim God's truth as it touches any and all issues. Every culture will have to face contemporary issues and must study the Word of God and seek the mind of God on the issue. Once the will of God is clear the church has a responsibility to speak out to its culture.

**ARTICLE XIII :
Form of church government**

The form of church government is modified congregational rule. The ultimate authority of the church rests in the congregation which delegates this authority to the Sr. Pastor. The pastoral staff makes up the leadership team led by the Sr. Pastor. The leadership team shall have the responsibility of leading the church in all matters spiritual and physical under the direction of the Sr. Pastor. The leadership team shall appoint all deacons (Titus 1:5; Acts 6:3).

Congregational meetings

1. For worship, teaching, fellowship, and evangelism.
2. For business: The following items are cause for church votes
 - a. the call or removal of the Sr. Pastor
 - b. the amendment of the constitution
 - c. the acquisition of major pieces of property
3. For other needs as the Sr. Pastor deems appropriate. No one else has the authority to call an assembly of the church.

**ARTICLE XIV:
Membership covenant**

Having been led by the Spirit of God and the Word of God to receive the Lord Jesus Christ as our Savior from the penalty of sin (hell) and the practice of sin, and on our profession of faith, having been baptized in the name of the Father and of the Son and of the Holy Spirit, we do now, in the presence of Almighty God and His elect angels and this assembly, most solemnly and joyfully enter into covenant with one another, as one body in Christ.

We, the members of this church, do affectionately welcome you into the fellowship of this church in the blessing of the gospel. Believing as we do that the fellowship of the saints and commitment to a local church is a sacred privilege and duty, and an essential part of living a successful Christian life, we do not enter into this covenant lightly.

As touching our testimony

Therefore, we do covenant together, God helping us, that as strangers and pilgrims in this world we shall abstain from fleshly lusts which war against the soul;

that we will put away from us all bitterness, and wrath, and anger, and clamor, and evil speaking, and be kind to one another, tenderhearted, forgiving one another, even as God for Christ's sake has forgiven us;

that we will be honest and fair in our business dealings, faithful in our responsibilities, diligent in our employment;

As touching our family

that we will maintain family and personal devotions, educate our children in the Word of God, lead our family in worship and take them to church rather than just sending them;

that we will take time to be with our children modeling for them the spiritual fruit of the Holy Spirit;

that we will put our spouse as our highest priority after the Lord, striving to meet their needs and build them up in their faith, constantly striving to build oneness in our relationship showing them the unconditional love of God;

As touching our witness

that we will speak of salvation to our family, friends, associates and those whom the Lord gives us opportunity;

that we will be zealous in our efforts to spread the gospel and obey the Great Commission and we will take part in confessing Christ before men;

that as we have opportunity, we will do good to all men especially those of the household of faith;

As touching our local church

that we will remember to obey those who have the rule over us in the church and be submissive, so that when they give account to God they may do so with joy and not with grief; for we know that they speak the Word of God to us and watch out for our souls;

that we will earnestly seek to maintain in the church the unity of the Spirit in the bond of peace by refraining from all gossip, slander, and backbiting, seeking the forgiveness of those whom we wrong and freely forgiving the wrongs of those who sin against us;

that we will strive for the advancement of this church; to promote its prosperity and spirituality; to sustain its worship, partake of its ordinances, submit to its discipline and cling to its teachings, giving Christ's church sacred preeminence over all institutions of human origin, faithfully attending the regularly called services and a Care Circle;

that we will faithfully serve Christ in a ministry of the church using our gifts, talents, and interests;

that we will contribute cheerfully and regularly to the financial support of this ministry, the expenses of the church, the relief of the poor and the spread of the gospel to all nations; giving as God has prospered us, not grudgingly or of necessity; because God loves a cheerful giver;

As touching our spiritual warfare

that we will put on the whole armor of God, keeping in mind that our battle is not with our Christian brother, and not even with ungodly and unreasonable men, but against principalities and powers, against the rulers of the darkness of this world, against the spiritual hosts of wickedness;

that we do renounce the hidden things of darkness. We reject any previous involvement in the cults or occult either by ourselves or by our forefathers. We willingly renounce any and all previous oaths or covenants with the prince of darkness. Forsaking all other false gods, idols, cults, Masonic lodges, secret societies and worldly religions we cling to the true God of the Bible knowing that the Lord has said that He is a jealous God and will have no other gods before Him;

that we will pray for each other and the salvation of the lost, and we will comfort each other in sickness and in distress; to be slow to take offense, quick to forgive and always ready to sacrifice for the sake of reconciling.

We furthermore, agree that when we remove from this place, we will, as soon as possible, unite with another Bible believing church where we can carry out the spirit of this covenant and the principles of God's Word.

This covenant is to be read, understood, agreed to and signed by all Covenant members.

**ARTICLE XV :
Amendments**

This constitution reflects the values, principles and doctrines we believe to be taught in the Word of God. It's amendment is not to be entered into lightly. It may be amended by 2/3 majority vote of the voting members (covenant members).

It is highly recommended that change be made only after study of the issues, after sufficient time so as not to act on a whim, after seeking wise counsel from at least three experts on the issue, after prayer and only under the oversight of the Pastor and leadership team.

**ARTICLE XVI :
Bylaws**

Bylaws may be adopted to give practical effect to this constitution. The bylaws shall be in every way subject to and in harmony with the letter and intent of this constitution. Bylaws may be amended by the consensus of the leadership team.

The undersigned incorporators have executed these Articles of Incorporation this 23 rd day of September, 1994.

Signatures of Incorporators:

David R. Downs

David R. Downs, President / Pastor

Laurie A. Downs

Laurie A. Downs, Vice President / Secretary

**CERTIFICATE OF DESIGNATION REGISTERED
AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE
LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE
OF FLORIDA.

1. The name of the corporation is: CORNERSTONE CHURCH OF
(must include suffix)
ORLANDO, FLORIDA INCORPORATED.

2. The name and address of the registered agent and office is:

REV. DAVID R. DOWNS - PASTOR
(Name)

2333 Donegan Place
(Street address - P. O. Box not acceptable)

Orlando, FL 32826
(City/State/Zip)

*Having been named as registered agent and to accept service of process for the above
stated corporation at the place designated in this certificate, I hereby accept the
appointment as registered agent and agree to act in this capacity. I further agree to
comply with the provisions of all statutes relating to the proper and complete
performance of my duties, and I am familiar with and accept the obligations of my
position as registered agent.*

David R. Downs
(Signature)

9/23/94
(Date)