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RESTATED
ARTICLES OF INCORPORATION
OF
FIRST BAPTIST CHURCH OF WINTERSET, IOWA
UNDER IOWA CODE CHAPTER 504A

RECEIVED
SECRETARY OF STATE

TO: IOWA SECRETARY OF STATE

We, the undersigned officers, on behalf of the First Baptist Church of Winterset, Iowa, having elected to adopt the provisions of Iowa Code Chapter 504A, do hereby restate its Articles of Incorporation pursuant to Iowa Code Section 504A.39 as follows:

ARTICLE I

The name of this corporation is the First Baptist Church of Winterset, Iowa.

ARTICLE II

The address of its initial registered office in the State of Iowa is 201 East Jefferson Street, Winterset, Iowa 50273 and the name of its registered agent at such address is Donald Crabb.

ARTICLE III

This corporation is organized not for profit under the provisions of Iowa Code Chapter 504A and for that purpose to promote the interests of the Kingdom of God in the following manner:

(a) By furnishing its members a medium for co-operating in accomplishing the purposes of the Church.

(b) By maintaining meetings for public worship and prayer, for Christian education, for evangelism, and for the development of the social life of its members.

(c) By creating and cultivating an interest in and devotion to missions at home and abroad.

(d) By encouraging whatever work of the Kingdom the members of the church may desire to unite in undertaking, all according to the practices and usages of the Baptist Church.

(e) The corporation is organized exclusively for charitable, educatonal, religious, or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

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1985 SEP -3 AM 9:52
MARY E. WELTY
RECORDER
MADISON COUNTY, IOWA
Fee $20.00 paid

Compared

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ARTICLE IV

The number of directors shall be prescribed in the bylaws, but shall not be less than four (4). The initial Board of Directors shall consist of four persons who shall serve as directors from the date of this Restatement until a Board of Directors is elected by the members at the next annual meeting of the corporation. The names and addresses of the persons who are to serve as initial Directors are:

Name	Address
James Smith	Winterset, Iowa 50273
Jeff Wagoner	Winterset, Iowa 50273
Donald Crabb	Winterset, Iowa 50273
Skip Greenwood	Winterset, Iowa 50273

ARTICLE V

This corporaton shall have no seal.

ARTICLE VI

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered.

The corporation shall not have or issue shares of stock and shall not pay dividends. The initial bylaws of the corporation shall be adopted by the Directors and thereafter shall be amended by the members of the corporation or as otherwise provided by the bylaws.

ARTICLE VII

The corporation shall have members who shall be the members of the Church.

ARTICLE VIII

The corporation shall be a qualifying tax exempt organization under the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law and a qualifying organization under Iowa Code Chapter 504B. Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions, to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IX

No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation and the corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE X

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XI

The duration of the existence of this corporation shall be perpetual.

ARTICLE XII

These Restated Articles of Incorporation correctly set forth the provisions of the Articles of Incorporation as thereby amended as above provided. These Restates Articles of Incorporation have been duly adopted as provided by law and do supersede the original Articles of Incorporation and all amendments thereto of this corporation.

In Witness whereof, the undersigned have subscribed our names on this 8th day of July, 1985, at Winterset, Iowa.

John Shaull
John Shaull, President

Tami Wright
Tami Wright, Secretary

STATE OF IOWA)
) ss
MADISON COUNTY)

On this 8th day of July, A.D. 1985, before me, the undersigned, a Notary Public in and for said County, in said State, personally appeared John Shaull and Tami Wright, to me personally known, who, being by me

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duly sworn, did say that they are the President and Secretary, respectively, of said corporation executing the within and foregoing instrument to which this is attached, that no seal has been procured by the said corporation; that said instrument was signed on behalf of said corporation by authority of its Board of Directors; and that the said John Shaull and Tami Wright acknowledged the execution of said instrument to be the voluntary act and deed of said corporation, by it and by them voluntarily executed.

BETH FLANDER Iowa NOTARIAL SEAL

Beth Flander
Notary Public in and for said County

OFFICE OF THE SECRETARY OF STATE
DES MOINES, IOWA

This instrument recorded in Book — , Page — August 5, 1985
Expires Perp. , Cert. No. C022064 Receipt No.
Filed by Leonard M. Flander, Atty., 223 E. Court Avenue, Winterset, Ia.
Filing Fee $20.00 Recording Fee Mary Jane Odell Secretary of State

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