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ARTICLES OF INCORPORATION

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CHURCH OF THE NAZARENE OF WINTERSET, IOWA

SECRETARY OF STATE

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We, the undersigned, duly elected, qualified and acting Trustees of the Church of the Nazarene of Winterset, Iowa, and members of full age in good standing thereof, said church being located within the jurisdiction and bounds of the Iowa District of the Church of the Nazarene, do now, pursuant to Section 102 of the Manual, 1980 of the Church of the Nazarene, hereby adopt, sign and acknowledge the following Articles of Incorporation for said church, as a corporation not for pecuniary profit, under and pursuant to the provisions of Chapter 504A, Code of Iowa, 1983, and any acts amendatory thereto:

ARTICLE I

The name of this corporation shall be Church of the Nazarene of Winterset, Iowa.

ARTICLE II

Location and Registered Agent

The church is located in the Town of Winterset, in Madison County, Iowa. Its registered office is located at 418 W. Summit, Winterset, Madison County, Iowa, and its registered agent is Daniel L. Borger of 705 S. 4th Ave., Winterset, Madison County, Iowa.

ARTICLE III

Objects and Purposes

The objects and purposes of this church corporation, hereinafter referred to as this Church, shall be the promotion of the Christian religion, and the spread and conservation of scriptural holiness in organized church form throughout the world, and especially in the community in which it is located. This church shall adhere to and support the doctrines, objects and purposes of the Church of the Nazarene. In carrying out its objects and purposes, it shall conform insofar as is legally right, to the Manual, the laws, and the usages and customs of the Church of the Nazarene, as from time to time established, made and declared by the General Assembly, the lawful authority of the Church of the Nazarene.

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MARY E. WELTY
RECORDER
MADISON COUNTY, IOWA

Fee $ 24.00

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ARTICLE IV

Powers

This church shall have all the powers as provided by Chapter 504A of the Code of Iowa, 1973, and any acts amendatory thereto, including the power to acquire, secure, hold, improve, encumber, sell, transfer, convey and otherwise dispose of property, both real and personal, in fee simple and otherwise, absolutely or in trust, and to control and administer the same. Where not inconsistant with law, this church shall be subject to the government of the Church of the Nazarene, as from time to time authorized and declared in its Manual by the General Assembly, the lawful authority of the Church of the Nazarene.

ARTICLE V

Membership

All persons who have been publicly received by the Pastor of this church or by the District Superintendent or General Superintendent of the Church of the Nazarene, and after having declared their experience of salvation, and their belief in the doctrines of the Church of the Nazarene, and their willingness to submit to its government, shall compose the full membership of this church. However, only members who have reached their fifteenth birthday shall be entitled to vote in annual or special church meetings.

ARTICLE VI

Government

This church shall have a Church Board composed of the Pastor (who shall be chairman ex-officio), the chairman of the Board of Christian Life and Sunday School, the President of the Nazarene Youth International, the President of the local Nazarene World Mission Society, the stewards, the trustees, and the members of the Board of Christian Life and Sunday School when elected as the education committee of the Church Board by the annual church meeting. The business of the Church Board shall be, in harmony with the Pastor, to supervise the work of the church, and where not otherwise provided for, to care for the interests of the church and its work.

There shall be no less than three and no more than thirteen stewards, and there shall be no less than three and no more than nine trustees. The number of stewards and of trustees shall be determined by the members of the church at the annual meeting.

ARTICLE VII

Meetings of Members

The members of the church shall hold an annual meeting within sixty days prior to the meeting of the District Assembly of the Church of the Nazarene, and such other meetings as may be called by the Pastor, or by the Church Board after having obtained the consent of the Pastor, or the District Superintendent or of the General Superintendent having jurisdiction. Any business including elections, in harmony with the spirit and order of the Church of the Nazarene, and not otherwise specially provided for may be transacted at any church meeting.

At the annual meeting there shall be an election, by ballot, of the stewards, the trustees, the chairman of the Board of Christian Life and Sunday School, and the members of the Board of Christian Life and Sunday School, to serve for the next church year and until their successors are elected and qualified. There shall also be elected by ballot at the annual meeting the lay delegates to the District Assembly, on the basis of representation fixed by the General Assembly.

ARTICLE VIII

Church Year

The church year shall begin on the Monday immediately following the final adjournment of the District Assembly and shall close at twelve o'clock midnight on the Sunday immediately following the final adjournment of the next District Assembly.

ARTICLE IX

Officers, Stewards and Trustees

The officers of the corporation shall be a President, a Secretary, and a Treasurer, and such other officers as may be elected from time to time by the Church Board. The Pastor shall be the President of the corporation, and the Secretary and Treasurer of the church, elected by the Church Board, shall be the Secretary and Treasurer of

the corporation. In the absence or inability of the Pastor to perform his duties as President of the corporation, the District Superintendent of the Iowa District of the Church of the Nazarene shall act as President of the corporation.

Until their successors have been duly elected and qualified, the following shall constitute the officers, stewards, and trustees of this corporation:

Daniel L. Borger, 705 S. 4th Avenue, Winterset, Iowa, President and Pastor;
Scott Carpentar, 621 No. 4th Ave., Winterset, Iowa, Secretary;
Margaret Willett, R. R. 2, Peru, Iowa, Treasurer;
Betty Beni, R. R. 3, Box 174, Winterset, Iowa, Steward;
Michelle Borger, 705 S. 4th Ave., Winterset, Iowa, Steward;
Madge Harvey, 522 E. Washington, Winterset, Iowa, Steward;
Clara Overdyk, 121 E High, Winterset, Iowa, Steward;
Margaret Willett, R. R. 2, Peru, Iowa, Steward;
James Allsup, R. R. 4, Winterset, Iowa, Trustee;
Laverne Schultz, Truro, Iowa, Trustee;
William Willett, R. R. 2, Peru, Iowa, Trustee.

The duties of the officers of the corporation shall be those generally performed by such officers of corporations organized not for pecuniary profit, and as more particularly stated in the Manual of the Church of the Nazarene, unless and except as it may be determined that any provision in the Manual is not in harmony with the laws of the State of Iowa.

The President shall preside over the meetings of the Church Board and of the church, unless the District Superintendent or the General Superintendent, being present, chooses to preside.

The Secretary shall keep a faithful record of the business of the Church and hold in trust all records and documents belonging to the Church.

The Treasurer shall receive all moneys of the Church unless otherwise provided for and disburse them only on order of the Church Board.

The Stewards shall give special attention, under the direction of the Church Board, to the financial plans and programs of the church

to the end that money be raised for the support of the Church and the Pastor and the activities of the Church.

The Trustees shall give special attention, under the direction of the Church Board, to the physical property of the corporation, to the end that it shall be kept in repair, adequately insured, carefully managed, and if need be, added to, so that it will provide for the present and future needs of the church.

When authorized by the corporation, at its annual meeting, or at a special meeting called for that purpose, the Church Board may appoint other officers to serve for such period of time and for the performance of such duties as determined by the Board.

ARTICLE X

Title To Property

Section 1. All property hereafter acquired by this corporation shall be held in its corporate name. All property now owned by the church, upon completion of this incorporation proceedings, shall be deeded to the corporation, if real estate, and assigned, transferred, and set over to the corporation if personal property.

Section 2. All deeds and mortgages shall be executed in the name of the corporation and shall be executed by the President and the Secretary or Treasurer of the corporation, but shall be subject to the approval of the District Superintendent.

Section 3. (a). Real property owned by this corporation shall not be mortgaged to meet current expenses.

(b). This corporation may not purchase real estate, nor sell, mortgage, exchange or otherwise dispose thereof except by majority of vote of the members present at an annual meeting, or at a special meeting duly called for that purpose, and except upon written approval of the District Superintendent, and the written approval of the District Board of Church Properties.

(c). This corporation may not divert any property from the use of the Church of the Nazarene.

ARTICLE XI

By-Laws

This corporation shall have the power at any annual or special meeting of the members to adopt, amend, or repeal by-laws, rules and regulations for the management and government thereof, not inconsistant with these Articles of Incorporation, and Manual of the Church of the Nazarene or the laws of the State of Iowa.

ARTICLE XII

Exempt From Liability

The private property of the members and officers of this corporation shall be exempt from any and all liability for the debts and obligations of this corporation.

ARTICLE XIII

Amendments

These Articles of Incorporation, except Article XII hereof may be amended by majority vote of the members at any special or annual meeting called for that purpose, provided, that no amendment may be adopted in conflict or inconsistant with the Manual of the Church of the Nazarene, or the laws of the State of Iowa.

ARTICLE XIV

Corporate Existence

Section 1. This corporation shall have perpetual duration from the date of filing of these Articles of Incorporation in the office of the Secretary of State of the State of Iowa.

Section 2. Disorganization

(a). When it seems clear to the District Superintendent of the Church of the Nazarene that the Church of the Nazarene of Winterset, Iowa, should no longer continue as such, it may be disorganized by action and formal pronouncement of the Board of General Superintendents of the Church of the Nazarene on recommendation of the District Superintendent, and the District Advisory Board.

(b). In the event of the disorganization of the Church of the Nazarene of Winterset, Iowa, any church property which may then exist may, in no manner, be diverted to other purposes, but pursuant to the

provisions of Chapter 504A of the Code of Iowa, and especially Sections 504A.47, 504A.48 and 504A.49 thereof, and as provided in paragraphs 106, 106.1, 106.2 and 106.3 of the 1980 Manual of the Church of the Nazarene shall pass to the District Advisory Board and be disposed of as in said Manual provided.

Section 3. Unless otherwise required by the law of Iowa, this corporation may not withdraw as a body from the Church of the Nazarene, or in any way sever its relation thereto, except by provision of the General Assembly of said Church of the Nazarene, and upon agreed conditions and plans.

IN WITNESS WHEREOF, we have hereunto set our hands this 23 day of April, 1983

INCORPORATORS

James Allsup

Laverne Schultz

William Willett

STATE OF IOWA)
) SS
COUNTY OF MADISON)

BE IT REMEMBERED, that on this 23 day of April, 19 83 before me, a Notary Public in and for the State of Iowa, personally appeared James Allsup, Laverne Schultz and William Willett, to me personally known to be the identical persons named in and who executed the foregoing Articles of Incorporation and acknowledged that they executed the same on behalf of the Church of the Nazarene of Winterset, Iowa, and by authority of its Trustees, and resolution of the members of said church, as the voluntary act and deed of said corporation, and for the objects and purposes set forth in said Articles of Incorporation.

Witness my signature and official seal affixed the day and year above written.



Namie E. Haynes
NOTARY PUBLIC IN AND FOR THE
STATE OF IOWA

OFFICE OF THE SECRETARY OF STATE
Des Moines, Iowa
This instrument recorded in Book L-41, Page 12, June 10 1983
Expires Perpetual, Cert. No. 138793, Receipt No.
Filed By Edward E. Whitlatch, P.O. Box 1067 Oskaloosa Iowa 52577
Filing Fee 20.00 Recording Fee +1
Mary Jo Odell Secretary of State