

AMENDED ARTICLES OF INCORPORATION

of

Church of the Brethren Southern Ohio/Kentucky

FIRST. The name of the corporation shall be Church of the Brethren Southern Ohio/Kentucky.

SECOND. The principal office of the Church of the Brethren Southern Ohio/Kentucky is to be located in the Darke County, Ohio.

THIRD. The purposes for which the Church of the Brethren Southern Ohio/Kentucky is formed are:

- (1) The corporation is to strengthen the life of the local churches and the Church of the Brethren in its boundaries, to witness on their behalf, and to relate to the work of the Church of the Brethren and its instrumentalities, as governed by the Church of the Brethren Polity, as amended from time to time by the Church of the Brethren Annual Conference. The corporation subject to the restrictions and limitations set forth in this document is organized exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be amended To do such other lawful acts or activities to accomplish its charitable purposes as contemplated by Section 501(c)(3) of the Internal Revenue Code and the nonprofit corporation law of the State of Ohio. The Corporation is organized exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be amended.
- (2) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, any Director or Officer of the Corporation, or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes). No Director or Officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. The Corporation shall not participate in, or intervene in (including the publication or distribution of

statements) any political campaign for any candidate for public office.

- (3) Notwithstanding any other provisions of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and its Regulation as they now exist or as they may be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and Regulations as they now exist or as they may be amended.
- (4) All real property shall be held in trust for the use and benefit of the Church of the Brethren. If the real property ceases to be used for the purposes of the Church of the Brethren, or where the congregation has been closed or the property abandoned, the Church of the Brethren, Inc., shall own the property.
- (5) Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of the liabilities of the corporation, dispose of the corporation's assets under the Polity of the Church of the Brethren, as amended from time to time by the Church of the Brethren Annual Conference, but in no event shall the property be distributed to any entity except one organized exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, 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 1986 (or corresponding provisions of any future United States Internal Revenue Law). If the Board of Directors fails to dispose of any assets, those assets shall be disposed of by a meeting of the members of the corporation. If the Board of Directors and the members fail to dispose of assets, those assets shall be disposed of by the Church of the Brethren, Inc., an Illinois not for profit corporation. If the Church of the Brethren, Inc., the Board of Directors, the members, and the Church of the Brethren Southern Ohio/Kentucky fail to dispose of assets, those assets shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located. Any disposition under this paragraph shall be exclusively for such purposes for which the corporation is organized.