

FILED EFFECTIVE

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
YOUR KINGDOM PURPOSE MINISTRIES, INC.**

2018 JAN 29 PM 3:05

**SECRETARY OF STATE
STATE OF IDAHO**

The undersigned, in compliance with the provisions of Title 30, Chapter 30, Part 7 of the Idaho Code, does hereby certify, declare, and adopt the following Amended and Restated Articles of Incorporation, amending, replacing and superseding those Articles of Incorporation of Your Kingdom Purpose Ministries, Inc. originally filed with the Secretary of State of Idaho on December 18, 2017. These Amended and Restated Articles of Incorporation were adopted unanimously as of January [], 2018 by the board of directors of Your Kingdom Purpose Ministries, Inc and there are no members or any other third persons entitled to vote on the approval thereof.

**ARTICLE I
NAME**

The name of the nonprofit corporation shall be Your Kingdom Purpose Ministries, Inc. (the "Corporation").

**ARTICLE II
PURPOSE**

The Corporation is formed and shall be operated exclusively for charitable, educational and/or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). The Corporation is irrevocably dedicated to nonprofit purposes. The Corporation may engage in any lawful act or activity for which nonprofit corporations may be organized under the laws of the State of Idaho including, but not limited to, the following purposes, provided such act or acts are not inconsistent with the exemption from taxation under section 501(c)(3) of the Code:

- (a) To raise funds and engage in other activities related to the spread of the gospel both domestically and internationally.
- (b) To do and perform all acts reasonably necessary to accomplish the purposes of the Corporation.
- (c) To solicit and receive contributions from any and all sources and to receive and hold, in trust or otherwise, funds received by gift or bequest.
- (d) To be a partner in any enterprise which it would have power to conduct by itself.
- (e) To exercise all of the powers granted by the Title 30, Chapter 30 of the Idaho Code, as now in force or as hereafter amended; provided, however, that such powers shall not be exercised for the purpose of engaging in any activity unrelated to its tax-exempt purposes.
- (f) To carry on any other activity in support of and to benefit the above purposes as may be carried on by an organization described in Section 501(c)(3) of the Code.

**ARTICLE III
REGISTERED AGENT**

IDAHO SECRETARY OF STATE

01/29/2018 05:00

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The name and address of the registered agent of the Corporation is as follows: Jon Rand, 264 Homer Lane, Donnelly, Idaho 83615.

ARTICLE IV
BOARD OF DIRECTORS

The board of directors of the Corporation shall consist of no fewer than three (3) people. The names and addresses of the initial directors are as follows:

Jon Rand	264 Homer Lane, Donnelly, Idaho 83615
Melva Rand	264 Homer Lane, Donnelly, Idaho 83615
Neil Jansen	11171 W Edgehill Drive, Boise, Idaho 83615

ARTICLE V
INCORPORATORS

The names and addresses of the incorporators of the Corporation are as follows:

Jon Rand	264 Homer Lane, Donnelly, Idaho 83615
Melva Rand	264 Homer Lane, Donnelly, Idaho 83615

ARTICLE VI
ADDRESS

The mailing address of the Corporation shall be 264 Homer Lane, Donnelly, Idaho 83615.

ARTICLE VII
MEMBERS

The Corporation shall not have voting members.

ARTICLE VIII
DISSOLUTION

Except as may be otherwise required by law or provided in the bylaws of the Corporation, the Corporation may at any time authorize the filing of articles of dissolution to be delivered to and filed with the Secretary of State of the State of Idaho pursuant to Title 30, Chapter 30, Part 10 of the Idaho Code by the affirmative vote of a majority of the directors of the Corporation entitled to vote thereon; provided however, that in the event of the dissolution, liquidation, or other termination of the Corporation (whether voluntary, involuntary or by operation of law), all assets and interests in any real or personal property of the Corporation, after payment or provision for payment of all debts and liabilities of the Corporation, shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction 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 IX
FISCAL YEAR

The fiscal year of the Corporation shall end on the last day of the month of December.

ARTICLE X **POWERS**

Subject to all the limitations set forth in, or referred to by, other provisions of these Amended and Restated Articles of Incorporation, this Corporation shall have, and may exercise in furtherance of its corporate purpose:

- (a) all of the powers specified in Title 30, Chapter 30 of the Idaho Code, as amended from time to time;
- (b) the power to solicit and receive contributions from any and all sources and to receive and hold, in trust or otherwise, funds received by gift or bequest; and
- (c) all other lawful powers necessary or convenient to effect any or all of the purposes for which the Corporation was formed;

provided, however, that no such power shall be exercised in a manner inconsistent with (A) Title 30, Chapter 30 of the Idaho Code or (B) the exemption from taxation under Section 501(c)(3) of the Code.

ARTICLE XI **INDEMNIFICATION**

The Corporation shall, to the extent legally permissible and only to the extent that the status of the Corporation as an organization exempt from taxation under Section 501(c)(3) of the Code is not affected hereby, indemnify the directors, officers, employees and agents, whomever elected or appointed, to the full extent presently permitted by law; provided, however, that if applicable law is hereafter modified to permit indemnification in situations where it was not theretofore permitted, then such indemnification may be permitted to the full extent permitted by such law as amended.

ARTICLE XII **ELIMINATION OF DIRECTORS' PERSONAL LIABILITY**

No officer or director shall be personally liable to the Corporation for monetary damages for breach of fiduciary duty as an officer or director notwithstanding any provision of law imposing such liability; provided, however, that this provision shall not eliminate or limit the liability of an officer or director (a) for any breach of the officer or director's duty of loyalty to the Corporation, (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (c) for any transaction from which the officer or director derived an improper personal benefit, or (d) to the extent necessary to maintain the status of the Corporation as an organization exempt from taxation under Section 501(c)(3) of the Code. No amendment to or repeal of this paragraph shall apply to or have any effect on the liability or alleged liability of any officer or director of the Corporation for or with respect to any acts or omissions of such officer or director occurring prior to the date of such amendment or repeal.

ARTICLE XIII
TAX-EXEMPT STATUS

It is the intent of this Corporation that it be exempt from Federal income taxation and that contributions to it be deductible pursuant to Section 170 of the Code. Accordingly, notwithstanding anything else to the contrary in these Amended and Restated Articles of Incorporation, the Corporation shall be operated exclusively for charitable, religious, educational, literacy, and/or scientific purposes, as said terms are defined pursuant to Sections 170(c) and 501(c)(3) of the Code and all purposes and powers herein shall be construed consistent with this intent.

ARTICLE XIV
NO PRIVATE INUREMENT

No part of the assets or net earnings of the Corporation shall inure to the benefit of, or be distributable to any member, director, or officer of the Corporation or any other private person, except that the Corporation may pay reasonable compensation for services rendered and make payments and distributions in furtherance of the tax-exempt purposes set forth in Article II hereof.

ARTICLE XV
PROHIBITED ACTIVITIES

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 or in opposition to any candidate for public office. Notwithstanding any other provision 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 Code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Code.

ARTICLE XVI
PRIVATE FOUNDATION

In the event that the Corporation is classified as a private foundation as defined in Section 509 of the Code, then notwithstanding anything to the contrary in these Amended and Restated Articles of Incorporation, the Corporation shall at all times conduct its affairs in conformity with the provisions of Title 30, Chapter 30, Part I, Section 30-30-105 as follows:

- (a) the Corporation will distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code;
- (b) the Corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Code;(c) the Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Code;
- (d) the Corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Code; and
- (e) the Corporation will not make any taxable expenditures as defined in Section 4945(d) of the Code.

ARTICLE XVII
SUCCESSOR LAWS

All references herein (a) to the Internal Revenue Code refer to the Internal Revenue Code of 1986 as now in force or as hereafter amended, or any successor statute and (b) to the Idaho Code or any chapter thereof refer to said laws now in force or as hereafter amended.

YOUR KINGDOM PURPOSE MINISTRIES, INC.

By: 

Jon Rand, President