

**AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
ROCKHARBOR CHURCH, INC.**

*For Office Use Only*

**-FILED-**

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**CERTIFICATION**

The undersigned officer of Rockharbor Church, Inc. (hereinafter the "CORPORATION"), organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, of the Idaho Code (hereinafter the "ACT"), hereby certifies the following in accordance with § 30-30-706 of the Act:

- (i) the Board of Directors of the Corporation duly adopted the following Amended and Restated Articles of Incorporation (hereinafter the "ARTICLES") of the Corporation on the 17th day of April, 2019;
- (ii) the Corporation has no voting members; and
- (iii) no approval by any other person other than the Board of Directors is required for the proper adoption of these Articles.

**ARTICLE I  
NAME AND ADDRESS OF THE CORPORATION**

The name of the Corporation is "ROCKHARBOR CHURCH, INC."

The address of the Corporation is 1608 N Meridian Road, Suite 125, which is located in the City of Meridian, in the County of Ada, and in the State of Idaho.

**ARTICLE II  
STATUS**

The Corporation is a nonprofit corporation.

**ARTICLE III  
PERIOD OF DURATION**

The period of duration of the Corporation is perpetual.

#### **ARTICLE IV REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office is 2886 S. Bay Star Way, Meridian, Idaho 83642.

The name of the initial Registered Agent at this address is Keith R. Harrington.

#### **ARTICLE V PURPOSES**

The purposes for which the Corporation is organized and will be operated are as follows:

A. To organize, establish, and maintain a Church for purposes of worship and ministry work, conducting worship services regularly, ministry to children, development of youth programs for ministry and worship, to promote the values of Christian belief, to promote fellowship of its members, to raise funds for carrying the same into effect, to otherwise promulgate the Gospel of Jesus Christ, to promote Bible teaching and Christian ministry based on the fundamental precepts of Christian faith, and to carry on all activities consistent with Church purposes.

B. To pursue charitable, religious, educational, or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended from time to time, including, for such purposes, the making of distributions to organizations that qualify as exempt under such Section 501(c)(3).

C. To exercise all powers granted by law, necessary and proper to carry out the foregoing purposes, including, but not limited to, the power to accept donations of money, property, whether real or personal, or any other things of value, the power to lease and acquire property, and the power to enter into contracts as necessary to effectuate the foregoing purposes. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.

#### **ARTICLE VI LIMITATIONS**

No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V hereof. No substantial part of the activities of the Corporation shall be for 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. Notwithstanding any other provisions of these Articles, the

Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, as amended from time to time.

#### **ARTICLE VII MEMBERS**

The Corporation shall have no voting members.

#### **ARTICLE VIII BOARD OF DIRECTORS**

The affairs of the Corporation shall be managed by an Elder Board, which shall serve as the Board of Directors of the Corporation. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws, which number shall be no less than three.

The names and street addresses of the persons constituting the initial Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Keith R. Harrington	2886 S. Bay Star Way, Meridian, Idaho 83642
Douglas L. Connelly	1332 E. Iona Street, Meridian, Idaho 83642
Jeffery W. Foss	1033 N. Stronghold Avenue, Meridian, Idaho 83642

#### **ARTICLE IX DISTRIBUTION ON DISSOLUTION**


Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation consistent with the purposes of the Corporation to such organization or organizations as shall at that time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, as amended from time to time, in such manner as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively for the purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

**ARTICLE X  
INCORPORATORS**

The names and street addresses of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Keith R. Harrington	2886 S. Bay Star Way, Meridian, Idaho 83642
Douglas L. Connelly	1332 E Iona St., Meridian, Idaho, 83642

**IN WITNESS WHEREOF**, the Corporation has caused these Amended and Restated Articles of Incorporation to be executed by its authorized officer this 24th day of April, 2019.

  
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Justin T. Jeppesen  
Secretary of Rockharbor Church, Inc.