

FILED/EFFECTIVE

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ARTICLES OF AMENDMENT FOR AMENDMENT

CHANGE AND OTHER CONCERNS

The following provisions of the Articles of Incorporation of Valley Pentecostal Church, a nonprofit corporation, filed in the state of Idaho, on the 17th of March, 1994, be and they are amended pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), in the following particulars:

ARTICLE I. NAME.

The name of the Corporation is VALLEY PENTECOSTAL CHURCH, Inc.

ARTICLE II. PURPOSE

A. This Corporation is organized for, and shall be operated solely for religious purposes of a church within the meaning of Section 501(C)(3) of the Internal Revenue Code of 1986, as amended, of the United States of America and in furtherance of its non-profit, tax exempt purposes, the Corporation shall have all powers generally available to churches under the laws of the State of Idaho Non Profit corporations Act or their subsequent equivalents.

B. The Corporation shall have the following powers:

1. The right to approve ordination recognizing the validity of ordination administered by denominations, groups, and communions whose doctrinal standards agree in essence with its own understanding of the gospel of the Lord Jesus Christ.

Authorize and approve for appointment and ordination as ministers, elders, deacons, missionaries, teachers, apostolic teams, emissaries, and other ministries as may be deemed appropriate.

Exercise all powers granted by law necessary and proper to carry out the above-stated purposes, and any other purposes as allowed by law.

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IDAHO SECRETARY OF STATE

ARTICLE III. INITIAL REGISTERED OFFICE AND AGENT.

The location of this Corporation is in the City of Caldwell, County of Canyon, State of Idaho. The address of the initial registered office is 603 S. Florida Avenue, Caldwell, Idaho 83605 and the name of the initial registered agent at this address is Norman Rutzen, Pastor, Valley Pentecostal Church.

ARTICLE IV. LIMITATIONS.

No part of the net income 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, and the Corporation is empowered by these Articles of Incorporation to confer gifts, to lend money to, and use its credit to, assist any member on a case by case basis as determined by the Board of Directors.

ARTICLE V. BOOKS and RECORDS

The Corporation shall keep correct, complete and current books and records of accounts and shall also keep minutes of the proceedings of its voting members, Board of Directors, and committees having any of the authority of the Board of Directors, and shall keep a record giving the name and address of the members entitled to vote. All books and records of the Corporation may be inspected by any voting member or their agent or attorney, *provided however*, this right of inspection shall not include information as to record of individual contributions except their own.

ARTICLE VI. ORDINANCES

A. The ordinance of water baptism shall be administered to all those who have repented of their sin and who have believed on the Lord Jesus Christ to the saving of their souls, and who give clear evidence of their salvation through public confession of the Lord Jesus Christ as their personal savior and Lord. Water baptism shall be performed utilizing full emersion in water in the name of the Lord Jesus Christ.

B. The ordinance of the Lord's supper shall be observed as required by the scriptures. (Luke 22:17-20; 1 Corinthians 11:23-28).

ARTICLE VII. TENETS OF FAITH.

This ministry accepts the Holy Scriptures as the revealed counsel and Word of God, and the infallible rule for faith, life and daily living practice.

ARTICLE VIII. MEMBERS

The Corporation shall have members within the meaning of the Idaho Nonprofit Corporation Act more fully detailed in the Bylaws.

ARTICLE IX BOARD OF DIRECTORS.

A. The corporate powers of the Corporation shall be exercised by and under the authority of a Board of Directors (Board). The Board shall be responsible for and shall direct the management of all business and affairs of the Corporation.

B. The Board of Directors shall consist of not less than six (6) and no more than eight (8) voting members. Additional non-voting members as appropriate may be invited to serve on the board as appointed by the Pastor and approved by affirmative majority vote of the Board. Voting Directors shall include:

Pastor

Assistant Pastor

Deacons (Two)

Trustees (Two)

C. The Board, shall have an executive committee with the following officers:

1. Pastor,
2. Associate Pastor,
3. Assistant Pastor,
4. Secretary/Treasurer.

D. The office of Secretary/treasurer may consist of one or two persons upon resolution of the Board.

ARTICLE X. DISTRIBUTION ON DISSOLUTION

The property of this corporation is irrevocably dedicated to charitable and religious educational purposes and no part of the net income of the assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts, liabilities and obligations of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and shall be operated exclusively for charitable and religious educational purposes in harmony with those of this organization, and which has established its tax exempt status under IRC Section 501(c)(3).

ARTICLE XI. AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be altered, amended, or repealed by a two-thirds (2/3) affirmative vote of the full Board of Directors, and a two-thirds (2/3) affirmative vote of the voting membership roll present, a quorum of fifty percent, at the annual voting members meeting or at a special meeting duly scheduled and publicized in accordance with the Bylaws.

ARTICLE XII. INCORPORATOR

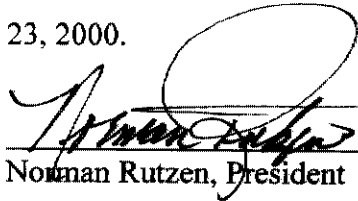
The name and street address of the incorporator is Norman Rutzen, 802 Suncrest, Caldwell, Idaho 83605.

ARTICLE XIII. AMENDMENT CERTIFICATION

This is to certify that on January 23, 2000, these Articles of Amendment were brought before the voting members of the corporation at a duly constituted voting member's annual business meeting. There were 100 members on the Corporation Membership Roll entitled to vote. Approval of two-thirds of the votes cast or a majority of the voting power, whichever is less is required to pass the Articles of Amendment. There were 73 members present and 27 absentee votes voting on the Articles of Amendment by secret ballot. The vote was unanimous

for passage. The affirmative vote by the voting members was sufficient to pass the Articles of Amendment.

I therefore certify that these Articles of Amendment have been duly adopted by the voting members of the Corporation at a duly constituted business meeting of the members on January 23, 2000.


Norman Rutzen, President


Joyce Yelm Secretary/Treasurer

2/4/00
Date

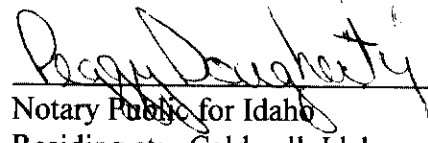
2-04-00
Date

STATE OF IDAHO)
) ss.
COUNTY OF CANYON)

BEFORE ME, the undersigned authority, personally appeared Norman Rutzen, as President of the above Corporation, and Joyce Yelm as Secretary/Treasurer of the above Corporation, each who, after being duly sworn deposes and says that the statements made in the above Articles of Amendment are true to the best of their knowledge and belief.

WITNESS my hand and official seal this 4th day of February, 2000.




Notary Public for Idaho
Residing at: Caldwell, Idaho
Commission Expires: 4-6-2000