

State of Idaho



Department of State.

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

IRA H. MASTERS

I, ~~IRVING PRICE~~, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

THE GENERAL CONFERENCE OF THE CHURCH OF GOD (SEVENTH DAY)

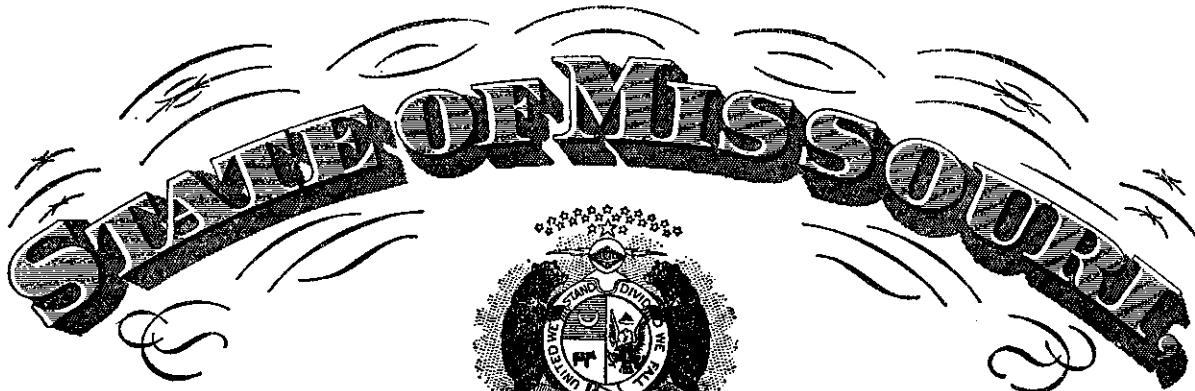
a corporation duly organized and existing under the laws of Missouri has fully complied with Section 10 Article II of the Constitution, and with Sections 29-501 and 29-502, Idaho Code, Annotated, by filing in this office on the 29th day of November 19 51, a properly authenticated copy of its articles of incorporation, and on the 29th day of November 19 51, a designation of Elder Ruebon Moldenhauer in the County of Canyon as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 29, Idaho Code, Annotated, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the

Great Seal of the State. Done at Boise City, the Capital of Idaho, this 29th day of November, in the year of our Lord one thousand nine hundred fifty-one, and of the Independence of the United States of America the One Hundred Seventy-sixth.

Secretary of State.



SECRETARY

OF STATE

TO ALL TO WHOM THESE PRESENTS SHALL COME:

I, WALTER H. TOBERMAN, Secretary of State of the State of Missouri and Keeper of the Great Seal thereof, hereby certify that the annexed pages contain a full, true and complete copy of _____

PRO FORMA DECREE OF INCORPORATION

AND

AMENDED DECREES

OF

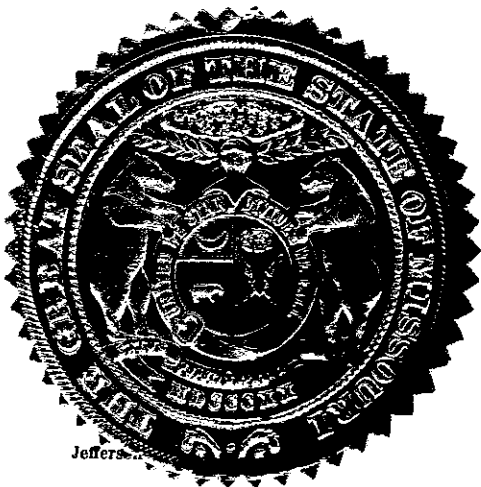
THE GENERAL CONFERENCE OF THE CHURCH OF GOD (SEVENTH DAY),

FORMERLY

THE GENERAL CONFERENCE OF THE CHURCH OF GOD,

as the same appears on file _____ and of record _____ in this office.

IN TESTIMONY WHEREOF, I hereunto set my hand and affix the Great Seal of the State of Missouri. Done at the City of Jefferson, this 20th day of November A. D., Nineteen Hundred and Fifty-one



Walter H. Toberman
SECRETARY OF STATE
J. Paul Markway
CHIEF CLERK

ARTICLES OF ASSOCIATION-

-:-----:-

This agreement made and entered into by and between William C. Long, Jasper Moore and George C. Rodgers for the purpose of diffusing religious knowledge and to promote principles of morality, benevolence and charity, the education of mankind in general.

ARTICLE I.

The name of this association shall be

THE GENERAL CONFERENCE OF THE CHURCH OF GOD

and located at Stanberry, Missouri, and the object of this Association shall be for the purpose of diffusing religious knowledge and to promote principles of morality, benevolence and charity; the education of mankind in general, and shall also hold and receive personal property or real estate for the purpose of supporting, maintaining and sustaining this General Conference

ARTICLE II.

The name assumed by this proposed corporation, and by which it shall be known in law, is The General Conference of the Church Of God, and shall be located in Stanberry, County of Gentry and State of Missouri.

ARTICLE III.

The officers of this Association shall be President, Vice President, Secretary and Treasurer, and the latter offices may be held by one person, who shall receive no compensation for their services and shall be elected yearly.

ARTICLE IV.

All officers of this association shall be elected by the members of the Association, each member having one vote, and a majority of all the members shall be necessary to a choice for President, Vice-President, Secretary and Treasurer.

ARTICLE V.

The business of the Association shall be managed by the President, Vice-President, Secretary and Treasurer, and the term of said officers as agreed upon for the first year are as follows: President, William C. Long, Vice President, Jasper Moore, Secretary and Treasurer, George T. Rodgers. In case of the resignation of any one of the Association, his successor shall be appointed by the remaining members who shall hold the office until the next general election. The members of this Association shall have the right to amend this constitution not inconsistent with the law under which they are organized.

We, the undersigned, agree to, and have by the signing of this agreement, associated ourselves together as an association to provide and maintain a General Conference of the Church of God as above set forth, and we desire to form a corporation under Article 10, Chapter 43, Revised Statutes of Missouri, 1892, and to hereby adopt the above articles of association.

William C. Long President.

Jasper Moore Vice President

George T. Rodgers Sec. and Treas.

DECREE OF COURT.

In the matter of application of William C. Long, President, Jasper Moore, Vice President and George T. Rodgers, Secretary and Treasurer, members of the General Conference of the Church Of God for incorporation.

This matter this day coming on to be heard upon petition and articles of association filed herein, on the 4th day of this term of the Circuit Court of Gentry County, Missouri, by William C. Long, President, Jasper Moore, Vice President, George T. Rodgers Secretary and Treasurer, members of the General Conference of the Church of God, submitting the same to the Court for a pro forma decree therein, to incorporate said General Conference of the Church of God, and the same having ~~by this~~ been by the Court seen and heard, and it appearing to the satisfaction of the Court that the petition and articles of association and agreement aforesaid have remained on file in the Clerk's office of this Court for more than three days, and the Court further being of the opinion that the object of said articles are purely for religious purposes and not of pecuniary benefit and that said articles of agreement and the purpose of said association come properly within the purview of Article 10, Chapter 42 of the of the Revised Statutes of Missouri 1889, and are not inconsistent with the Constitution of laws of the United States of America or the laws of the State of Missouri.

Therefore, it is considered, ordered and decreed by the Court that said articles by and the same is hereby created a body corporate and politic under and by the name of The General Conference of the Church of God.

State of Missouri.)

155.

County of Gentry.

I, Dale S. Flowers, Clerk of the Circuit

Witness my hand as Clerk, and the seal of this Court.

Done at office in Albany, Missouri, this 7-day of

December, 1899.

Walter J. Thomas Clerk.

State of Missouri.)

ss. Office of the Recorder of Deeds.

County of Gentry.)

I, Dale S. Flowers, Recorder of Deeds of

Gentry County, do hereby certify that the within instrument of writing was at---6---o'clock and---minutes P. M., on the ---20--- day of December A. D., 1899, duly filed for record in the records of this office in official Bond and Incorporation Book---#1--- at page-105---.

In witness whereof, I have hereunto set my hand and affixed

my official seal at Albany, Missouri, this 20th day of December,
A. D., 1899.

Walter Flowers Recorder.

STATE OF MISSOURI

SS

COUNTY OF GENTRY

IN THE CIRCUIT COURT OF GENTRY COUNTY, MISSOURI

SEPTEMBER TERM 1930

In the matter of the application of the
General Conference of the Church of God
for a pro forma decree amending its
Charter.

D E C R E E.

Now on this day comes A.M.Dugger, as President, C.E.
Groshans as Vice President, Charles E.Brush as Secretary and
Treasurer, J. T. Williamson, W.W.Schlicker and G. H.
Hendershott, members of the Executive Committee of the General
Conference of the Church of God and submit to the Court a
petition praying that Articles No. 3 and No. 5 of the Articles
of Association of said Corporation be amended and that pro
forma decree issue therefor, in manner provided by law and it
appearing to the court that said petition has remained on file
in the Clerk's office of this county for at least three days
since same was first presented to this court, and the court
having duly examined the same finds that the General Conference
of the Church of God was duly organized by the pro forma
decree of this court granted at the December term thereof for
the year 1899 and that thereafter Alexander A.Lesue, Secretary
of the State of Missouri, issued a Charter to said Corporation
under date of December 26th, 1899, and which said Articles of
Association were duly recorded in corporation Book No.1 at
page _____ of the corporation records of Gentry County, Missouri.

// The court further finds that at the annual meeting
of the General Conference of the Church of God held at Stanberry,
Missouri on the 16th day of August 1929 Article No. 3 of said
Articles of Association was amended by said Association so that
said Article No. 3 shall read as follows:

A R T I C L E No. 3

"The officers of this Association shall be President, Vice-President, Secretary and Treasurer and an Executive Committee of the General Conference consisting of five members, to be elected at the biennial conference and all of whom shall receive no salary for their services."

The Court further finds that at the annual meeting of the General Conference of the Church of God held at Stanberry, Missouri, on the 6th day of March 1900 Article No. 3 of said original articles of incorporation was amended and now Article No. 5 passed in lieu thereof and that thereafter said Article 5 was further amended at a meeting of the General Conference held at Stanberry, Missouri on August 16th, 1929 and which said Article No. 5 now reads as follows:

A R T I C L E No. 5

"The business of the Association shall be managed by the President, Vice-President, and an Executive Committee of the General Conference of the Church of God, when Conference is not convened. The Secretary and Treasurer shall be the Secretary of the General Board but shall not be a voting member. In case of the death or resignation of any officer of this Association his successor shall be appointed by the remaining officers, who shall hold his office until the next general election. The members of this Association shall have the right to amend this Constitution not inconsistent with the Laws under which they are organized."

The Court being duly advised in the premises, both now consider, adjudge and determine that the proposed amendments as herein set out are germane to said Charter heretofore issued to The General Conference of the Church of God and that said Articles as amended are not inconsistent with the laws of the State of Missouri and that same come directly within the purview of Article II of Chapter 90 of the Revised Statutes of Missouri for the year 1919 and are not inconsistent with the Constitution

and Laws of the United States or the State of Missouri.

Therefore it is ordered, adjudged and decreed by the court that said Article 3 and said Article of the General Conference of the Church of God be and these be are hereby amended and shall be as hereinbefore set out.

STATE OF MISSOURI
COUNTY OF GENTRY

I, Ernest Akes, Clerk of the Circuit Court of the County and State aforesaid certify the above and foregoing to be a true and correct copy of the order made in the matter aforesaid as the same appears on record in my office, *in corporation Book 2, at Page 240.*
IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of said court at my office in Albany, Missouri this 22 day of September A.D. 1930.

Ernest Akes
Clerk.

STATE OF MISSOURI

COUNTY OF GENTRY

SS

IN THE CIRCUIT COURT OF GENTRY COUNTY, MISSOURI

SEPTEMBER TERM 1930

In the matter of the application of
The General Conference of the Church of
God for a pro forma decree amending its
Charter.

TO THE HONORABLE JUDGE OF THE CIRCUIT COURT WITHIN AND FOR THE
COUNTY OF GENTRY.

Your Petitioners, the undersigned, holding offices,
respectively of President, Vice-President, Secretary and Treasurer
and three members of the Executive Committee of the General Conference
of the Church of God respectfully represent that they, in connection
with others, have associated themselves together, by Articles of
Agreement, in writing, as an association for benevolent and
religious purposes under the name of The General Conference of the
Church of God; that articles of association by pro forma decree
were duly granted to said organization by this court at the December
Term 1899 thereof and that Alexander A. Lesuer, Secretary of the
State of Missouri issued said Charter under date of December 26th,
1899, which said Articles of Association ~~were~~ duly recorded in
Corporation Book I at page _____ of the corporation records of
Gentry County, Missouri.

Your Petitioners further state that at the annual
meeting of the General Conference of the Church of God held at
Stanberry, Missouri on the 6th day of March 1900 Article 5 of said
original Articles of Incorporation was amended and a new Article 5
passed in lieu thereof and thereafter said Article 5 was further
amended at a meeting of the General Conference held at Stanberry,
Missouri, on August 16th, 1929, and which now is as follows:

//

ARTICLE 5.

"The business of the Association shall be managed by the President, Vice-President and an Executive Committee of the General Conference of the Church of God, when Conference is not convened. The Secretary and Treasurer shall be the Secretary of the General Board but shall not be a voting member. In case of the death or resignation of any officer of this Association his successor shall be appointed by the remaining officers, who shall hold his office until the next general election. The members of this Association shall have the right to amend this Constitution not inconsistent with the Laws under which they are organized."

Your Petitioners further state that at a meeting of the General Conference of the Church of God held at Stanberry, Missouri on the 16th day of August 1929 Article 3 of said Articles of Association ~~was~~ ^{was} amended by said Association and said Article 3 of said original Articles was repealed and said new Article 3 enacted in lieu thereof, which said Article 3 as adopted on the date last mentioned is as follows:

ARTICLE 3.

"The officers of this Association shall be President, Vice-President, Secretary and Treasurer and an Executive Committee of the General Conference consisting of five members, to be elected at the biennial conference and all of whom shall receive no salary for their services."

WHEREFORE Your Petitioners pray that a pro forma decree may be granted authorizing the amendments herein proposed and which said amendments are germane to said Charter heretofore issued and are not inconsistent with the Laws of the State of Missouri, all in pursuance of the Statutes ~~and~~ ^{under} which such cases made and provided.

J. M. Dwyer
President.

C. E. Groshans
Vice-President

Charles E. Brush
Secretary & Treasurer

J. J. Williamson

J. W. W. McKim

J. H. Hendershott
Members Executive Committee.

J. M. Hopf
Attorney for Petitioners.

STATE OF MISSOURI)
County of Gentry,) ss. ERNEST AKES
Circuit Clerk and Ex-Officio Recorder of Deeds of
said county, do hereby certify that the within in-
strument of writing was, on the 29th day of
September, A.D. 1930, at _____ o'clock
_____ P.M. duly filed for record in this office
and is recorded in the Records of this office in
book _____ Page 128.
IN WITNESS WHEREOF, I have hereunto set my
hand and affixed my official seal, at _____ Mo
this 29th day of September, 1930.
Ernest Akes

Missouri, on the 15th day of August, 1949 Articles 1, 2, 3, 4 and 5 of Articles of Association of said Corporation were amended and now Articles 1, 2 and 3 were passed in lieu thereof, said new Articles being as follows:

ARTICLE 1.

"The name of this Association shall be THE GENERAL CONFERENCE OF THE CHURCH OF GOD (SEVENTH DAY), and the object of the Association shall be for the purpose of diffusing religious knowledge and to promote principles of morality, benevolence and charity; the education of mankind in general, the co-ordination of the work of the Church in preaching the Gospel of the Kingdom for the salvation of souls, and shall also hold and receive personal property or real property for the purpose of supporting, maintaining and sustaining this General Conference."

ARTICLE 2

"The legal name of this organization shall be: The General Conference of the Church of God (Seventh Day) and said organization shall maintain an office in Stanberry, County of Gentry and State of Missouri."

ARTICLE 3.

"The business of the Association shall be managed by the Executive Board (or Board of Control) when conference is not convened and said Executive Board shall consist of twelve men. The term of office shall be six years, except that at the beginning of the operation of the plan, four shall be chosen for six years, and four for four years, and four for two years. Thereafter four shall be chosen at each biennial session of the Conference. The officers of the Association shall be Chairman, Vice-Chairman, Secretary and Treasurer to be elected every two years by a majority vote of the Executive Board."

The Court being fully advised in the premises,
now considers, adjudges and determines that the proposed

OCT 6 1949

IN THE CIRCUIT COURT OF GENTRY COUNTY, MISSOURI

In the matter of the Application of
The General Conference of the Church of
God for a pro forma decree amending its
charter.

FILED IN THE
AND COPY SENT

OCT 6 1949

Charles E. Adams
Secretary

D E C R E E

Now on this day comes A. E. Lidell, as Chairman,
E. A. Straub, as Vice Chairman, Charles E. Adams, as Secretary
and Otto Haeber, as Treasurer of the General Conference of
the Church of God and submit to the Court a petition praying
that Articles No. 1, 2, 3, 4 and 5 of the Articles of
Association of said Corporation be amended and that a pro forma
decree issue therefor, in manner provided by law, and it appear-
ing to the Court that said petition has remained on file in the
Clerk's office of this County for at least three days same
was first presented to this Court, and the Court having duly
examined the same finds that the General Conference of the
Church of God was duly organized by the pro forma decree of
this court granted at the December term thereof for the year
1899 and that thereafter Alexander A. Lesuer, Secretary of the
State of Missouri, issued a Charter to said Corporation under
date of December 26th, 1899, and which said Articles of
Association were duly recorded in corporation book I at page
106 of the corporation records of Gentry County, Missouri; that
amendments to the Articles of Association by pro forma decree
were granted to said organization by this court at the
September term 1930 thereof and that Charles U. Becker, Secretary
of the State of Missouri, issued said amendments to the Articles
of Association under date of October 2nd, 1930, which amendments
were duly recorded in Corporation Book II at page 200 of the
corporation records of Gentry County, Missouri.

3 The Court further finds that at a meeting of the
General Conference of the Church of God held at Stanberry,

amendments as herein set out are germane to said Charter heretofore issued to The General Conference of the Church of God and that said Articles as amended are not inconsistent with the laws of the State of Missouri and that same come directly within the purview of Article 10 of Chapter 33 of the Revised Statutes of Missouri for the year 1939 and are not inconsistent with the Constitution and Laws of the United States or the State of Missouri.

THEREFORE IT IS ORDERED, ADJUDGED AND DECREED by the Court that said Articles 1, 2, 3, 4, and 5 of the General Conference of the Church of God be and the same are hereby amended and shall be as hereinbefore set out.

OCT 6