

ARTICLES OF INCORPORATION

OF

**Sovereign Grace Church of Louisville, Inc.
July 3, 2012**

ARTICLE 1: Name. The name of the corporation is Sovereign Grace Church of Louisville, Inc. hereinafter referred to as "the Corporation."

ARTICLE 2: Purposes. The Corporation shall provide regular opportunities for worshipping God, for prayer, for fellowship, for teaching, for discipline, and generally ministering to spiritual and physical needs of local members of the body of Jesus Christ. The Corporation shall also minister to the spiritual and physical needs of non-local Christians, and those outside the body of Christ as the Spirit of God leads as discerned and directed by the Corporation's governing board, in particular, freely preaching the Gospel of Jesus Christ and establishing and training believers in the grace of God. This Corporation is also organized to encourage and serve other gatherings of Christ's body and expressions of the local church. To carry out the stated purposes, the Corporation may do any and all lawful acts which may be necessary or useful for the furtherance of said purposes.

ARTICLE 3: Principal Office. The street address of the principal office of the corporation is 2002 Fandango Ct, Louisville, KY, 40245.

ARTICLE 4: Initial Registered Agent. The name of the initial registered agent of the Corporation in Kentucky is Robert John Kauflin, whose address is 2002 Fandango Ct, Louisville, KY, 40245. The address provided herein is identical to the business office of the initial registered agent.

ARTICLE 5: No Capital Stock. The Corporation has no authority to issue capital stock.

ARTICLE 6: Directors. The Corporation shall be governed in all matters of doctrine, church life, and corporate governance by its Board of Directors. The number of persons who serve on the Board of Directors and the manner in which the Directors shall be elected or appointed shall be provided in the Bylaws of the Corporation. The number of persons constituting the initial Board of Directors shall be five. The names and addresses of the persons who are to serve as the initial Board of Directors until the first annual meeting or until their successors shall be appointed and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Charles J. Mahaney	9315 Norton Commons Blvd, Prospect, KY, 40059
Robert J. Kauflin	2002 Fandango Ct, Louisville, KY 40245
Thomas J. Hill, Jr.	7468 Rosewood Manor Ln, Laytonsville, MD 20882
Jeffrey T. Purswell	19910 Silverfield Dr, Montgomery Village, MD 20886
Brian D. Chesemore	5321 Kingsbrook Dr, Frederick, MD 21703

ARTICLE 7: Tax-Exempt Provisions. The Corporation is organized and shall be operated exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or a related section of a successor statute (hereinafter "Code"). The property of this Corporation is irrevocably dedicated to charitable, educational, and religious purposes, and no part of the net earnings 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 to or for the Corporation and to make payments and distributions in furtherance of the purposes set forth in these Articles. 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 any candidate for public office.

The Corporation may receive property by gift, devise or bequest, invest and reinvest the same, and apply the income and principal thereof, as the Board of Directors may from time to time determine, either directly or through contributions to any charitable organization or organizations, exclusively for religious, charitable, or educational purposes.

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under section 501(c)(3) of the Code or by a corporation, contributions to which are deductible under section 170(c)(2) of the Code, or the corresponding section of any future Federal tax code.

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the organization in such manner, or to such organization or organizations organized and operated exclusively for charitable or religious purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code as the Board of Directors shall determine.

ARTICLE 8: Duration. The period of duration for the Corporation is perpetual.

ARTICLE 9: Members. For the purposes of any law or rule relating to members of a nonstock corporation, the Board of Directors of the Corporation shall also constitute the members of the Corporation, and when meeting as the Board of Directors, may exercise the rights and powers of members. The Corporation as a local church also has church members determined by ecclesiastical qualifications, who have the rights and obligations of members of the local congregation known as Sovereign Grace Church of Louisville, but church membership as such conveys no standing, responsibility or authority for governance of the Corporation. The qualifications for church membership are stipulated in the Corporation's Bylaws and also governed by the Holy Bible.

ARTICLE 10: Incorporators. The name and address of the incorporator(s) are:

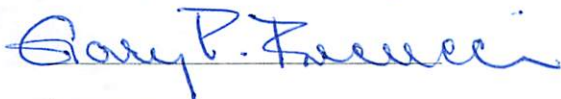
NAME

ADDRESS

Gary P. Ricucci

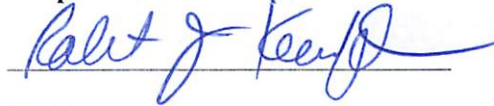
404 Sanders Lane, Gaithersburg, MD 20877

**IN WITNESS WHEREOF, I have signed
these Articles and acknowledge the same
to be my act.**



Incorporator

**I hereby consent to my designation in
these Articles as resident agent for this
Corporation.**



Resident Agent