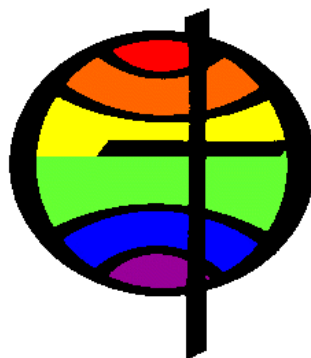


***True Love Affirming Apostolic Church
Lexington, Inc.***

Articles of Organization



True Love Affirming Apostolic Church Lexington, Inc.

Article I Legal Status

Section 1- Name

The name of this assembly of believers located in Lexington, Kentucky shall be True Love Affirming Apostolic Church of Lexington, LLC., and shall herein be referred to as "this assembly".

Section 2- Establishing Dates

The name of this assembly of believers shall be established on March 1 2014 with the First Service on June 29 2014.

Section 3- Legal status

A. Legal Requirements-

This assembly is a non-profit religious corporation within the meaning of Section 501c3 of the Internal Revenue Code of 1986. As this assembly is operated for religious purposes, this assembly shall be incorporated under the laws of the State of Indiana, non-profit, tax exempt, and shall maintain such statuses.

B. Private Inurement-

No part of the earnings of this assembly shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that this assembly shall authorize and empower the Executive Board to pay reasonable compensation to employees and independent contractors for the services rendered and to make payments and distributions in furtherance of the purposes set forth in Article I Section 3.

C. Nondiscrimination-

This assembly shall have a nondiscrimination policy and therefore shall not discriminate against anyone on behalf of age, ancestry, citizenship, nationality, ethnicity, educational status, family-care status including but not limited to social and/or economic status, gender, gender identity, gender expression, marital status, medical condition, disability including but not limited to physical, mental or emotional disabilities, race, sexual orientation, or veteran status.

D. Limitation of Activities-

Notwithstanding any other provision of these Articles, this assembly shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes stated in Article I Section 3.

Section 4- Purpose

This assembly shall be dedicated to ministering to its members and the community spiritually, physically, mentally, and socially. These purposes include, but are not limited to establishing and maintaining religious worship, the building, operating churches, parsonages, schools, chapels, rescue missions, media centers, child care, and camps.

This assembly shall endeavor to see the sinner saved, the sick healed, the broken-hearted mended, lives put back together, people of all sexual orientations accept themselves for who God created them to be, and to give the hopeless lives anew in Jesus Christ!

Section 5- Affiliation

This assembly is independent and sovereign and can fulfill any legal commitments. For fellowship and protection purposes this assembly has voted that there will be no affiliation to any organization. The General Assembly must vote by a two-thirds margin to affiliate. The General Assembly must also vote by a two-thirds margin to become unaffiliated with an organization.

Articles of Organization

Article II Structure

Section 1- Governance

This assembly shall be governed foremost by the Spirit and Word of God and then by the Senior Pastor in cooperation with the other Executive Board members and the General Assembly. Each part of the church will have its own special duties and responsibilities, but all should be interdependent upon each other in building a consensus for governance.

Section 2- Articles of Governance

The Bodies of Governance shall follow the Articles of Governance, which are the Articles of Faith (Theological Beliefs), Articles of Administration (Handbook), and the Articles of Organization (By-laws). Any amendment to the Articles of Faith or the Articles of Organization must be approved by two-thirds vote of the Executive Board and must have the support of the Senior Pastor before going before the General Assembly. The Articles of Faith and the Articles of Organization can only be approved and amended by a two-thirds vote of the General Assembly. The Articles of Administration may be approved and amended by the Senior Pastor or majority vote of the Executive or General Board with the approval of the Senior Pastor.

Article III- Membership

Section 1- Visitor

"Visitors" shall be those who attend this assembly's services, functions and activities, but not on a regular basis.

Section 2- Observatory Member

This shall be a person of any age who attends service on a regular basis, who does not qualify as a "Participatory Member". This person shall be able to attend and participate in any of this assembly's functions or activities. This type of member is not permitted to vote, hold office, or make motions.

Any Observatory Member that desires to be a Participatory Member shall make a request to the Senior Pastor. The Senior Pastor will upon receiving the request, will discuss membership and its responsibilities as defined in this paragraph, along with the theological beliefs of this assembly as set forth in the Articles of Faith, with the membership candidate.

Upon completion, the Senior Pastor will have final authority as to whether or not to extend membership to the candidate. It shall be the sole responsibility of the Senior Pastor to inform the candidate as to his/her decision. If membership is withheld from a candidate, upon the request of the Senior Pastor the candidate may be assigned a mentor from the General or Executive Board to help foster the candidate into a readiness for membership.

If membership is to be extended to a candidate the Senior Pastor will inform the Administrative Assistant so that he/she can update the candidates listing to a Participatory Member, so that it may be announced at the next scheduled worship service.

True Love Affirming Apostolic Church Lexington, Inc.

Section 3- Participatory Member

A "Participatory Member" shall be at least 16 years of age who is in attendance at this assembly's services on a consistent basis. This person must be baptized in Jesus' name and filled with the Holy Ghost, or desiring to be. This person must contribute financially to this assembly, if they have an income, and must have an attitude of cooperation. This person must try to live a lifestyle that is pleasing to Jesus Christ and adhere to the Articles of Faith of this assembly. This type of member is permitted to vote, hold office, and make motions.

Participatory Members cannot be a member of another church, except for college students, shut-ins, or snowbirds.

Section 3- Limitations

Determinations of the internal affairs of this assembly are ecclesiastical matters and shall be determined exclusively by this assembly's own rules and procedures. Membership in this assembly does not afford those individuals with any property, contract, or rights to the finances of this assembly.

Section 4- Listing of Members

The Administrative Assistant shall maintain a list of observatory, participatory, and Visitor members as approved and directed by the Senior Pastor. The list shall be made available as directed by the Executive Board. In any situations, if questions should arise, the Senior Pastor shall have the final authority on how to list members as to their eligibility and qualifications status.

Section 5- Discipline

The Senior Pastor shall have the sole authority in determining doctrinal and moral errors, those bringing division among the people, and matters involving the violations of this assembly's Articles of Faith or Organization. The Senior Pastor shall prayerfully consider the best remedy to the situation. These include, but are not limited to, repentance and reconciliation, restrictions on activities and associations, stern public and/or private rebuke, and dismissal of membership.

All discipline shall be executed by the Senior Pastor.

Article IV- General Assembly

The General Assembly shall include all Participatory Members of this assembly. Administrative meetings of the General Assembly can usually only be called by the Senior Pastor. Executive Board members other than the Senior Pastor may only call a meeting of the General Assembly if the office of Senior Pastor is vacant, the Senior Pastor is incapacitated, or there is an affirmative vote for removal by the Executive Board under Article 5 Section 6, then by a majority vote of the Executive Board a meeting can be called.

The exception to this would be the annual mandatory business meeting held within 45 days of the close of the fiscal year, which is December 31 of every year. Administrative meetings should generally follow Roberts Rules of Order and minutes shall be taken by the Administrative Assistant and read at the next meeting. All votes, unless otherwise stated in this document are won by a simple majority vote.

Articles of Organization

Article V- Executive Board

Section 1- Structure

The Executive Board shall include the Senior Pastor, the Treasurer, the Administrative Assistant (if one is desired/needed by the Senior Pastor), and at least one Trustee. Executive Board meetings can only be called by the Senior Pastor, or if the position is vacant, the Senior Pastor incapacitated, or there is an investigation for possible removal by the Executive Board under Article 5 Section 6, then a majority vote of the Executive Board, other than the Senior Pastor, shall initiate an Executive Board meeting.

All members of the Executive Board must fulfill all the requirements to be a Participatory Member. The Executive Board shall monitor legal, financial, directional, and personal matters for the church and its individual members. In the event of the office of Senior Pastor is vacant, or the Senior Pastor is incapacitated, or has been convicted under Article 5 Section 6, then the remaining Executive Board members shall have the duties of Senior Pastor placed upon them until a successor can be found, or the Senior Pastor is restored.

Section 2- Trustee(s)

There shall be at least one trustee, elected by the General Assembly at the annual business meeting, by simple majority vote, to serve a two year term. This person must be faithful and loyal to this assembly and the Senior Pastor. They shall live a righteous life, love people, and love this assembly and the ministers of the Gospel. They must be faithful in church attendance and in the giving of their time, talent, and treasure to this assembly. They should be knowledgeable about legal and financial matters and keep all matters of business and that of a personal nature in a sacred confidence. They shall sign, certify, or attest documents as may be required by law or financial institutions.

The Trustee(s) is the voice of the assembly on the board and should always act in the best interest of the assembly and its members. They should have a constant willingness to defend the best interest of this assembly.

Additional Trustee positions can be added when deemed necessary by the Senior Pastor and Executive Board. The Pastor will make it known an additional Trustee position is needed. Candidates are invited to make themselves known and a special election will be held during service on the following second Sunday. The person will be elected by simple majority vote and will serve until the end of the fiscal year.

Section 3- Administrative Assistant

The Administrative Assistant (if one is desired/needed by the Senior Pastor) shall be appointed by the Senior Pastor. This person may not be both a Trustee and the Administrative Assistant. This person's term shall be as long as the Senior Pastor requests service. In the event of the absence of the Administrative Assistant, the Senior Pastor may appoint a temporary Administrative Assistant for the purposes of taking notes at meetings.

The Administrative Assistant shall write, record, store, and distribute all copies of the minutes of General Assembly, General Board, and Executive Board meetings. The Administrative Assistant shall certify and keep in the office of this assembly, the original Articles, including all amendments and alterations to them. The Administrative Assistant shall keep accurate membership and visitor

True Love Affirming Apostolic Church Lexington, Inc.

addresses for follow-up of absentees and for news releases, shall sign, certify, or attest documents as may be required by law, or financial institutions.

Section 4- Treasurer

The Treasurer shall be appointed by the Executive Board. This person may not be both a Trustee and the Treasurer. This person's term shall be as long as the Executive Board requests service. The Treasurer shall assure that all funds of this assembly are deposited in the name of this assembly into banks, trust companies, or other depositories as shall be selected by the Executive Board and shall receive and give receipt for all contributions, gifts, and donations to this assembly on an annual basis provided the donor made their identity known at the time the donation was made.

They shall disburse or cause to be disbursed, the funds of this assembly as may be directed by the Senior Pastor. The Treasurer shall make all disbursement of this assembly by check or debit card when a check cannot be written according to Article 7 Section 3, while maintaining a record of receipt for all disbursements.

The Treasurer shall have power to sign all checks in compliance with Article 7 Section 3, shall keep account balance in updated state in a written and electronic format, shall keep all financial records of this assembly in this assembly's office and deliver them to any successor upon leaving office. The Treasurer shall make a general report of assets, liabilities, and cash flow at the annual business meeting of the General Assembly. The Treasurer shall make specific report of assets, liabilities, and cash flow, and a final reconciliation at the close of the fiscal year. The Treasurer shall sign, certify, or attest documents as may be required by law, or financial institutions.

Section 5- Senior Pastor

(A) Selection

The Senior Pastor is elected by a two-thirds majority vote of the General Assembly. This person shall serve until voluntary resignation, retirement, death or removal. (See Article 5 Section 6) The Executive Board shall consult with the General Assembly to discover possible Senior Pastor Candidates. The Executive Board shall vote by majority on each candidate to determine if they are qualified. There shall be no more than five candidates offered up for voting at one time. The five candidates offered shall be the five best candidates prayerfully considered by the Executive Board. Qualified candidates shall then be allowed to address the General Assembly. A two-thirds vote by The General Assembly shall then take place. If no candidate has received a two-thirds majority vote of the General Assembly, then at the discretion of The Executive Board, they may call in other candidates later and suspend the election process until the review of other candidates can be completed, or the top two vote receivers names shall appear in a run-off election, held that same day. The candidate with a simple majority vote will be elected if a run-off election occurs.

(B) Responsibilities

The Senior Pastor preaches the entire Gospel to all the people without regard to their age, ancestry, citizenship, nationality, ethnicity, educational status, family-care status including but not limited to social and/or economic status, gender, gender identity, gender expression, marital status, medical condition, disability including but not limited to physical, mental or emotional disabilities, race, sexual orientation, or veteran status.

He/She shall administer the ordinances of this assembly, act as a moderator/leader at all assembly meetings for the transaction of this assembly's matters, supervise the teaching ministries of this assembly, tenderly watch over the spiritual interests of the membership, serve as the president of the corporation, oversee all staff to make sure they are working effectively and in furtherance of this assembly's mission, oversee the financial, spiritual, and social well being of

Articles of Organization

this assembly, extend the right hand of fellowship to new members, minister to current members in prayer, advice, guidance, and godly counsel, be faithful to God and this assembly by warning the unruly, feeding the sheep, turning many unto righteousness, living righteously, and loving the way Jesus loved.

He/She shall make all appointments of public worship and arrangements thereof including time and place and use of the property belonging to this assembly. He/She shall pray for the sick and those backslidden, endeavor to restore those that are broken, and shall bring a spirit of prayer and revival to this assembly.

(C) Qualifications

The Senior Pastor must have a genuine call from God to pastor, be a person of love, compassion, baptized in Jesus' name, and filled with the Holy Ghost with the evidence of speaking in tongues as the Spirit gives the utterance. He/She shall be at least 21 years of age, present to the Executive Board an application of pastorate, believe, live, and teach the Holy Bible, the Articles of Faith of this assembly, and follow all the Articles of Organization.

Section 6- Restoration or Removal of Executive Board Members

Any challenge of an Executive Board member's authority and tenure must be presented to the other remaining Executive Board members in writing by a first-hand witness or a party with irrefutable evidence. The person presenting the evidence must be known or knowable, will submit, if necessary to cross examination.

The Executive Board (excluding the accused because of conflict of interest) investigates the challenge and presents the results of the investigation to the accused for him/her to present a proper defense. The Executive Board (excluding the accused because of conflict of interest) shall by two-thirds majority vote, determine that the challenge is indeed valid or not. If valid, the challenge then shall be presented to the General Assembly where a two-thirds majority shall determine removal.

The accused can only be removed if he/she has fallen into deep and repeated moral sin, refuses to follow the Articles of Governance, or begun preaching, teaching, or believing doctrines not in line with the Holy Bible and the Articles of Faith of this assembly. Administrative or personal differences do not qualify as removable offenses.

Removal procedures must be preceded by extensive restoration efforts. These efforts at reconciliation must follow Biblical order which mandates personal, extensive and continuous efforts at restoration until it is apparent that such efforts are unproductive. Providing that the accused doesn't give an adequate defense, demonstrates an unrepentant spirit with little or no remorse, or has a lack of desire for restoration, then removal procedures are to progress.

If at any time an Executive Board member is convicted of a felony offense while in office, the member may be removed from his/her position from the Executive Board and a spiritual restoration process started.

Article VI- General Board

Section 1- General Board Members

The General Board shall consist of ministry leaders approved by the Senior Pastor along with the Administrative Pastor and the Executive Board to organize and facilitate the various ministries of this assembly. The General Board's sole function is to operate the activities and ministries of this assembly in an organized and efficient manner, following the directives of the Senior Pastor along with the Administrative Pastor and the Executive Board.

True Love Affirming Apostolic Church Lexington, Inc.

There shall be no limit to the number of ministries and ministry leaders on the General Board, but there shall be on file in this assembly's office a complete job description and policies and procedures known as Articles of Administration or Administrative Handbook, as accepted by the Senior Pastor, the Administrative Pastor, and the Executive Board.

Section 2- Creation of Ministries

It shall be at the discretion of the Senior Pastor along with the Administrative Pastor as to creating new ministries to fulfill the needs of the assembly.

Section 3- Dissolution/Suspension of a Ministry

If after a ministry has been founded the Senior Pastor and the Administrative Pastor feel that the ministry is not serving its intended and/or any purpose, the ministry can be dissolved upon the approval of the Senior Pastor.

If a ministry is seasonal in its work, or falls without leadership, the Senior Pastor or Administrative Pastor can move to suspend the ministry until such a time as the ministry can find a leader or the season for the ministry is back upon the assembly.

Section 4- Articles of Administration

The General Board shall be operated based on the Articles of Administration as approved by majority vote of the Executive Board. All administrative and financial functions and transactions of the various ministries shall operate according to the Articles of Administration.

Article VII- Finances

Section 1- Designated Funds

From time to time this assembly, in the exercise of its religious, educational, and charitable purposes, may establish various funds to accomplish specific goals. Contributors may suggest possible uses for their contributions but all suggestions shall be deemed advisory rather than mandatory in nature at all times.

All contributions made to specific funds or for specific purposes in specific offerings or otherwise designated shall remain subject to the control and discretion of the Senior Pastor along with a majority of the Executive Board. No fiduciary obligation shall be created by a verbal or written designation of contribution made to this assembly other than to use the contribution for the furtherance of any of the purposes stated in Article 1 Section 2 & 3.

Section 2- Income

(A) Tithes and Offerings

During regular and special services a time of giving will be requested as the general collection. The general collection is the time for members and guests to put their tithes and offerings into the collection equipment. This donation of money is unconditional and without personal benefit to the donor. An offering is a gift which is an irrevocable transaction and the donor gives up the right, title, dominion, and control over the gift. Once the collection is taken, the following procedures shall be followed:

1. Ushers shall take the collection equipment to the Treasurer or if the Treasurer is absent, to a Trustee.
2. Upon receipt of the equipment the official receiving funds shall put them into a secure location for counting after the service is over.

Articles of Organization

3. Immediately after the service and altar session are over the funds are to be counted and proper form for deposit and record keeping filled out. The Treasurer shall count the money with and in the presence of a different General Assembly member each week.

4. After counting and recording, funds are to be taken to the nearest branch office of this assembly's bank for deposit immediately after service in the night deposit box.

5. Within the next 24 hours, the credits for the deposit shall be added to the written and electronic formats for tracking income and expenditures.

(B) Other Income

(i) Cash

If cash or checks are donated by non-members, churches, or organizations, then upon receipt of such donations, by the close of this assembly's business day such funds are to be deposited by the Treasurer into the General Funds account at the appropriate financial institution. This donation of money is unconditional and without personal benefit to the donor. An offering is a gift which is an irrevocable transaction and the donor gives up the right, title, dominion, and control over the gift.

(ii) Property

If property is donated, the Senior Pastor and Trustees must consult a tax accountant for the determination on how to credit the donor for said donations according to the most recent tax laws. This donation of property is unconditional and without personal benefit to the donor. A gift of property is an irrevocable transaction and the donor gives up the right, title, dominion, and control over the gift.

(iii) Fundraisers

No more than 15% of this assembly's gross receipts shall be from fundraisers. All fundraisers must meet the following requirements:

a. All fundraising activities must be conducted in a way which allows substantially for the work to be performed without compensation.

b. All fundraising activities can be carried on primarily for the convenience of this assembly's members, students, or employees.

c. The selling of merchandise, which substantially has been received by this assembly as gifts or contributions for the furtherance of the purpose stated in Article II, Section 2 & 3.

d. The activity must not require the violation of Child Labor Laws as currently defined by the federal government and/or the state of Indiana.

e. That the fundraiser be not consistently occurring. The fundraiser should last no more than 60 days per year.

(iv) Grants

Grants received by this assembly shall be used for the furtherance of the purposes stated in Article II, Section 2 and 3 as is allowed per the mandate given by the Grantor. No grant shall be applied for by this assembly that does not work toward the furtherance of the purposes stated in Article II, Section 2 and 3, or could be considered in conflict of interest to this assembly based on its Articles of Governance.

(C) Statements

True Love Affirming Apostolic Church Lexington, Inc.

The Treasurer or the Administrative Assistant shall print a statement for each donor on a quarterly and annual basis providing the donor identifies themselves with the donation. The statement at the end of the fiscal and tax year for IRS tax purposes shall contain the following information:

1. The donor's name
2. The description of the donation (i.e.: cash, property, etc.)
3. The schedule should show each contribution. We shall not lump all contributions together and give a receipt of the totals if there are donations of \$250 or more.
4. A statement indicating whether or not this assembly provided any goods or services to the donor in exchange for the contribution, and if so, a good-faith estimate of the value of the goods or services.
5. If this assembly provides no goods or services to a donor in exchange for the contribution, or if only goods or services this assembly provides are intangible religious benefits, then the statement must contain the following wording: "No goods or services were supplied for this donation except for any intangible religious benefit which is provided by an organization organized exclusively for religious purposes and which generally is not sold in a commercial transaction outside the donative context."
6. The date of the statement and the dates included in the statement should be from January 1st to December 31st of the said year.

Section 3- Expenses

(A) Purpose & Authority

The Senior Pastor shall authorize the disbursing of all funds in accordance with this assembly's Articles of Organization. The Senior Pastor shall submit a proposed budget, amendments and revisions can be made by the Executive Board as a whole, and then a final vote made. The Senior Pastor shall present an annualized budget proposal at least once per year but can make adjustments as the needs of this assembly change. The Executive Board shall review the budget proposal, and by consensus and vote shall make amendments to the budget if desired. The budget is a suggested guideline of priorities, but is not restrictive based on the needs and income of this assembly as determined by the Senior Pastor. The budget should pass by a majority vote of the Executive Board.

All items requiring disbursement of money from the church shall be recorded on the appropriate Disbursement Form and given to the Treasurer. The Executive Board shall review the annual financial report prepared by the Treasurer to verify the expenditures appear to be for the furtherance of this assembly's purposes as related in Article II, Section 2 & 3.

(B) Staff Compensation

Staff and ministerial compensation shall be determined by the Senior Pastor and reviewed by the Executive Board as part of the budgeting process, and presented in the annual financial report to the General Assembly. No part of the net earnings of this assembly shall be used merely for the financial gain of its members or officers, except for fair and reasonable compensation for services rendered.

Articles of Organization

(C) Disbursement Process

All disbursing of money shall be determined by a Three Tier process.

* Tier One- All routine operational expenses of the church including but not limited to budgeted building expenses, utilities, website fees, staff compensation, etc. shall be disbursed by the Senior Pastor or Treasurer and reported in the annual financial report.

* Tier Two- Any amount of money up to \$100.00 not budgeted in suggested guidelines in Tier One shall require the approval of the Senior Pastor. The Treasurer must report transactions to all Executive Board members in the annual financial report.

* Tier Three- Any amount of money \$101.00 and up not budgeted in suggested guidelines in Tier One must be approved by the Senior Pastor and shall seek the approval of the Executive Board

by a majority vote. The Treasurer must report transactions to the Executive Board members in the annual financial report.

All items requiring disbursement of money from the church shall be recorded on the Disbursement form and given to the Treasurer or Senior Pastor. Proper expense documentation and approval signatures must be obtained before the disbursement occurs.

(D) Records and Procedures

The Treasurer shall reconcile the bank statements within 10 business days of receipt of said statements. Once bank statements have been reconciled, the Senior Pastor shall review the bank reconciliation statement and sign it as "accepted and accurate". Then it shall be placed in this assembly's permanent records, which shall be kept for a minimum of five years.

All income and expenditures both monetary and property shall be recorded on appropriate forms as adopted and put in place by the Executive Board. All forms documenting expenditures shall be filed with the monthly reporting of expenses in this assembly's office and shall have attached proper receipt and proof of expenditure. Any person seeking reimbursement from this assembly who can not produce such documentation shall not receive reimbursement for their expenditures.

Article VIII. Dissolution

Upon the unforeseen dissolution of this assembly, the Executive Board, after paying or making provision for payment of all the liabilities of this assembly, shall dispose of all of the assets of this assembly to such organization or organizations that are formed exclusively for religious purposes and are projects or churches that are GLBT Pentecostal friendly.



Senior Pastor & President of the Board Signature