

RESTATED ARTICLES OF INCORPORATION

Of

REDEEMING GRACE CHURCH

ARTICLE 1: Name. The name of the corporation is **Redeeming Grace Church** (hereinafter referred to as "the Corporation").

ARTICLE 2: Duration. The period of its duration is perpetual.

ARTICLE 3: Purposes. The Corporation is a nonstock corporation and is organized and shall be operated exclusively for religious, educational, and charitable 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"). Among these purposes, the Corporation shall provide regular opportunities for God-focused worship, prayer, fellowship, teaching, discipleship, and ministry to the spiritual and physical needs of local members of the body of Jesus Christ, as well as to those who are not local. The Corporation shall also minister to those outside the body of Christ by preaching the Gospel of Jesus Christ and by ministering to their physical and other spiritual needs, in the love of Christ. This Corporation shall also encourage and serve other gatherings of Christ's body and expressions of the local church.

Provided no jeopardy is created to its status as a corporation exempt from federal income tax under Section 501(c)(3) of the Code, the Corporation further shall be authorized to do any and all lawful acts which may be necessary and useful, suitable, or proper for the furtherance of the purposes of the Corporation; to engage in any lawful business or activities related thereto; and to engage in any lawful act or activity for which corporations may be organized under the Virginia Nonstock Corporation Act.

ARTICLE 4: Members. The Corporation as a local church has church members determined by ecclesiastical qualifications, who have the rights and obligations of members of the local congregation known as Redeeming Grace Church. The qualifications for church membership are stipulated in the Corporation's Bylaws. Under the laws of the Commonwealth of Virginia, these members also exercise the rights and powers of corporate members who vote on specific issues, as further described in the Corporation's Bylaws.

ARTICLE 5: Additional Tax-Exempt Provisions. 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, distribute all assets in furtherance of religious, charitable, or educational purposes within the meaning of Section 501(c)(3) of the Code in such manner, or to such organization or organizations organized and operated exclusively for religious, charitable, or educational purposes, that at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code (or corresponding section of any future Federal tax code), as the Board of Directors shall determine. Any such asset not so disposed shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE 6: Board of Directors. The Corporation shall be governed in all matters of doctrine and corporate governance by its Board of Directors. The Elders of Redeeming Grace Church shall serve as the Board of Directors of the Corporation. The Elders may consist of any combination of Staff-Elders and Non-staff Elders, who are compensated and uncompensated, respectively, for their service as Elders. The Elders shall train, examine, and nominate for the Members' consideration, any additional Elder candidates, and the Members shall elect additional Elders by a vote of at least sixty-six (66) percent, as described further in the Bylaws. The names and addresses of the persons who are to serve as the Elders under these Restated Articles of Incorporation until their successors or additional Elders shall be elected are:

<u>NAME</u>	<u>ADDRESS</u>
David Falke	5200 Ox Road, Fairfax, VA 22030
Joseph Henson	5200 Ox Road, Fairfax, VA 22030
Vince Hinders	5200 Ox Road, Fairfax, VA 22030
Edwin Lopez	5200 Ox Road, Fairfax, VA 22030
Kenneth Maresco	5200 Ox Road, Fairfax, VA 22030
Rich Moore	5200 Ox Road, Fairfax, VA 22030
Mark Mullery	5200 Ox Road, Fairfax, VA 22030
Paul O'Brien	5200 Ox Road, Fairfax, VA 22030
Paul Shirey	5200 Ox Road, Fairfax, VA 22030
Adam Suppes	5200 Ox Road, Fairfax, VA 22030
Dave Sutor	5200 Ox Road, Fairfax, VA 22030
Mike Yang	5200 Ox Road, Fairfax, VA 22030