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Alison Lundergan Grimes
Kentucky Secretary of State
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ARTICLES OF AMENDMENT AND RESTATEMENT
ARTICLES OF INCORPORATION
OF
THE FIRST ALLIANCE CHURCH OF THE CHRISTIAN AND MISSIONARY ALLIANCE, INC.

The First Alliance Church of the Christian and Missionary Alliance, Inc., a Kentucky non-profit organization organized under the laws of the Commonwealth of Kentucky, sets forth the following Articles of Amendment and Restatement of the Articles of Incorporation for the purpose of updating and restating in their entirety the entity's Articles of Incorporation.

ARTICLE 1
NAME

The name of the non-profit corporation is The First Alliance Church of the Christian and Missionary Alliance, Inc. ("Church" or "First Alliance Church").

ARTICLE 2
PURPOSE

The purpose for which the Church is incorporated, which purpose is the same as stated in its original Articles of Incorporation filed with the Secretary of State of the Commonwealth of Kentucky on October 9, 1956, is to promote the cause of the Christian religion; to promulgate the doctrines and teachings of The Christian and Missionary Alliance ("C&MA"); to provide for its members a place or worship, to be conducted in accordance with the rules and laws of the C&MA; to receive, hold and disburse gifts, bequests, devises and other funds for said purpose; to own and maintain suitable real estate and buildings for its purpose; and to do all things necessary and incident thereto.

The Church is an integral part of the district, national, and worldwide fellowship of The Christian and Missionary Alliance and is united in governance, fellowship, and service in order to promote unity of faith in the fullness of Jesus Christ as Savior, Sanctifier, Healer, and Coming King, and to facilitate the spread of the gospel at home and abroad under the guidance of the Holy Spirit.

The Church is organized and shall be operated exclusively as a member church of The Christian and Missionary Alliance, a church denomination which operates legally as a Colorado nonprofit corporation (the "C&MA") and is a successor in interest to The Christian and Missionary Alliance of New York, N.Y. Accordingly, the Church shall operate under the sole ecclesiastical authority of, and be subject to the usages, doctrines and teachings of, the C&MA as set forth in the current version of The Manual of The Christian and Missionary Alliance, and in any amended version if The Manual of the Christian and Missionary Alliance is subsequently revised or updated by the C&MA (the "Manual").

In consideration of the mutual benefits generated and derived from this relationship, and understanding that The Christian and Missionary Alliance is relying hereon in agreeing to initiate or continue such relationship, this Church agrees to be subject to and abide by the terms and conditions of Article XV of the Uniform Constitution for Accredited Churches of The Christian and Missionary Alliance (the "Constitution") relating to the reversion of property of accredited churches.

ARTICLE 3
NONPROFIT

The Church shall be a non-stock, nonprofit Corporation formed for religious purposes, and from which no private pecuniary profit is derived, in accordance with the provisions of KRS 273.161-273.387. No part of the income or profits of the Church shall inure to any private individual, officer or director of the Church. In the event of dissolution of the Church either voluntarily or otherwise, the net assets of the Church remaining after payment of its debts shall revert to the Christian and Missionary Alliance in conformity with Article XV of the Uniform Constitution for Accredited Churches of The Christian and Missionary Alliance (the "Constitution") relating to the reversion of property of accredited churches. The District shall have first priority to receive all such assets, and the C&MA shall have second priority.

ARTICLE 3
MEMBERS

The Church shall have members as set forth in its Bylaws, but the Church shall not issue any shares of capital stock. All outstanding capital stock as of the date of the filing of these Articles shall be cancelled.

ARTICLE 4
REGISTERED OFFICE AND REGISTERED AGENT

The registered office of the Church is 2201 Old Higbee Mill Road, Lexington, Kentucky 40514, and the registered agent, located at the same address, is Stephen V. Elliott.

ARTICLE 5
PRINCIPAL OFFICE

The mailing address of the Church's principal office is 2201 Old Higbee Mill Road, Lexington, Kentucky 40514.

ARTICLE 6
DIRECTORS

The Board of Directors of the Church is entitled the Leadership Board. The number of persons constituting the Leadership Board shall be at least 9 but not more than 12 Directors, the exact number of which shall be fixed by the Bylaws. The names of the persons who serve as Directors are as follows, all of whom have a mailing address of 2201 Old Higbee Mill Road, Lexington, Kentucky 40514:

Phillip Clark	Director (Chairman)
Christopher Davis	Director (Secretary)
Homer S. Strader, Jr.	Director (Treasurer)
Stephen Elliott	Director (President/Vice Chairman)
William Cook	Director
Claire Hanssen	Director
Clifton Iler	Director
Damon Mazza	Director
Kathleen Campbell	Director
Linden Long	Director
Richard Manley	Director
Dan Danford	Director
David Burton	Director

ARTICLE 7
INCORPORATORS

The names of the incorporators at the time of its incorporation were Homer Dozier, Clayton Masters and Robert McCamey, all of Lexington, Kentucky.

ARTICLE 8
LIMITATION OF DIRECTOR LIABILITY

No Director shall be liable to the Corporation for monetary damages for breach of his or her duties as a Director, except that liability is not limited for any of the following:

(a) For any transaction in which the Director's personal financial interest is in conflict with the financial interests of the Corporation;

(b) For acts or omissions not in good faith or which involve intentional misconduct or are known to the Director to be a violation of law; or

(c) For any transaction from which the Director derives an improper personal benefit.

CERTIFICATE

These Articles of Amendment and Restatement of the Articles of Incorporation for The First Alliance Church of the Christian and Missionary Alliance, Inc. were presented at a Leadership Board meeting at which there was a quorum and were duly adopted and approved by more than a two-thirds vote of the Leadership Board and signed by the Chairman and Secretary of the Leadership Board on May 17, 2016.

The First Alliance Church of the Christian and Missionary Alliance, Inc.

By: _____
PHIL CLARK, Chairman of the Board

By: _____
CHRIS DAVIS, Secretary of the Board

STATEMENT OF CONSENT OF REGISTERED AGENT

Pursuant to KRS 14a.4-010, the undersigned, as the registered agent for The First Alliance Church of the Christian and Missionary Alliance, Inc. (the "Company") hereby consents to serve the Company in that capacity until such time as such appointment is terminated or the initial registered agent resigns in accordance with the Kentucky Nonprofit Acts.

DATE: MAY 17th, 2016

The First Alliance Church of the Christian and Missionary Alliance, Inc.

By: _____

Name: Stephen Elliott

Title: Senior Pastor